



QUARTERLY STATEMENT

As of June 30, 2012
of the Condition and Affairs of the

PROGRESSIVE CASUALTY INSURANCE COMPANY

| | | |
|---|---|--|
| NAIC Group Code..... 155, 155 <small>(Current Period) (Prior Period)</small> | NAIC Company Code..... 24260 | Employer's ID Number..... 34-6513736 |
| Organized under the Laws of OH | State of Domicile or Port of Entry OH | Country of Domicile US |
| Incorporated/Organized..... November 17, 1956 | Commenced Business..... December 11, 1956 | |
| Statutory Home Office | 6300 WILSON MILLS ROAD, W33..... CLEVELAND OH 44143-2182 <small>(Street and Number) (City or Town, State and Zip Code)</small> | |
| Main Administrative Office | 6300 WILSON MILLS ROAD, W33..... CLEVELAND OH 44143-2182 <small>(Street and Number) (City or Town, State and Zip Code)</small> | 440-461-5000 <small>(Area Code) (Telephone Number)</small> |
| Mail Address | P.O. BOX 89490..... CLEVELAND OH 44101-6490 <small>(Street and Number or P. O. Box) (City or Town, State and Zip Code)</small> | |
| Primary Location of Books and Records | 6300 WILSON MILLS ROAD, W33..... CLEVELAND OH 44143-2182 <small>(Street and Number) (City or Town, State and Zip Code)</small> | 440-395-4460 <small>(Area Code) (Telephone Number)</small> |
| Internet Web Site Address | PROGRESSIVE.COM | |
| Statutory Statement Contact | MARY BETH ANDREANO <small>(Name)</small> FINANCIAL_REPORTING@PROGRESSIVE.COM <small>(E-Mail Address)</small> | 440-395-4460 <small>(Area Code) (Telephone Number) (Extension)</small> 440-446-7168 <small>(Fax Number)</small> |

POLICYHOLDER SERVICES AND CLAIMS REPORTING -- 1-800-PROGRESSIVE (1-800-776-4737)

OFFICERS

| | | | |
|--------------------|--------------|---------------------|--------------|
| Name | Title | Name | Title |
| DAVID JAMES SKOVE | PRESIDENT | DANE ALLEN SHRALLOW | SECRETARY |
| THOMAS ALFRED KING | TREASURER | | |

OTHER

| | | | |
|-----------------------------|-------------------|-----------------------------|------------------|
| PETER JAMES ALBERT | (VICE PRESIDENT) | MARY BETH ANDREANO | (VICE PRESIDENT) |
| KAREN MARIE BARONE | (VICE PRESIDENT) | WILLIAM THOMAS CASSELLA | (VICE PRESIDENT) |
| KATHLEEN MARY CERNY | (ASST. SECRETARY) | MICHAEL VINCENT ESPOSITO # | (VICE PRESIDENT) |
| SARAH ELIZABETH FRYE | (VICE PRESIDENT) | TIMOTHY RAYMOND GAUDING # | (VICE PRESIDENT) |
| JAMES EDWARD GLENN JR. | (VICE PRESIDENT) | JULIA KATHERINE HORNACK | (VICE PRESIDENT) |
| RICHARD ASHTON HUTCHINSON | (VICE PRESIDENT) | JOHN CHARLES JONES | (VICE PRESIDENT) |
| JAMES LEE KUSMER | (ASST. TREASURER) | RONALD PAUL MAROTTO | (VICE PRESIDENT) |
| ROBERT RICHARD NICOLAY, III | (VICE PRESIDENT) | CARRIE FISHER RADIVOYEVITCH | (VICE PRESIDENT) |
| DAVID LLOYD PRATT | (VICE PRESIDENT) | RAYMOND MARVIN VOELKER | (VICE PRESIDENT) |
| DANIEL JOSEPH WITALEC | (VICE PRESIDENT) | | |

DIRECTORS OR TRUSTEES

| | | | |
|---------------------|-----------------------|--------------------------|----------------------|
| KAREN MARIE BARONE | THOMAS HUDSON HOLLYER | KATHRYN MARGARET LEMIEUX | DANIEL PETER MASCARO |
| MARK DONALD NIEHAUS | DAVID LLOYD PRATT | DAVID JAMES SKOVE | |

State of..... OHIO
County of..... CUYAHOGA

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC *Annual Statement Instructions and Accounting Practices and Procedures* manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

| | | |
|---|---|--|
| _____ (Signature) DAVID JAMES SKOVE 1. (Printed Name) PRESIDENT _____ (Title) | _____ (Signature) KATHLEEN MARY CERNY 2. (Printed Name) ASSISTANT SECRETARY _____ (Title) | _____ (Signature) JAMES LEE KUSMER 3. (Printed Name) ASSISTANT TREASURER _____ (Title) |
|---|---|--|

Subscribed and sworn to before me
This 10TH day of AUGUST, 2012

a. Is this an original filing? Yes [X] No []
b. If no: 1. State the amendment number _____
2. Date filed _____
3. Number of pages attached _____

ASSETS

| | Current Statement Date | | | 4 December 31 Prior Year Net Admitted Assets |
|---|------------------------|----------------------------|--|---|
| | 1 Assets | 2 Nonadmitted Assets | 3 Net Admitted Assets (Cols. 1 - 2) | |
| 1. Bonds..... | 1,620,447,557 | | 1,620,447,557 | 1,313,033,532 |
| 2. Stocks: | | | | |
| 2.1 Preferred stocks..... | | | 0 | |
| 2.2 Common stocks..... | 2,026,004,891 | | 2,026,004,891 | 1,842,926,991 |
| 3. Mortgage loans on real estate: | | | | |
| 3.1 First liens..... | | | 0 | |
| 3.2 Other than first liens..... | | | 0 | |
| 4. Real estate: | | | | |
| 4.1 Properties occupied by the company (less \$.....0 encumbrances)..... | 481,392,604 | | 481,392,604 | 475,017,834 |
| 4.2 Properties held for the production of income (less \$.....0 encumbrances)..... | | | 0 | |
| 4.3 Properties held for sale (less \$.....0 encumbrances)..... | 7,340,358 | | 7,340,358 | 7,440,940 |
| 5. Cash (\$.....131,219,668), cash equivalents (\$.....723,183,641) and short-term investments (\$.....53,777,542)..... | 908,180,851 | | 908,180,851 | 611,742,483 |
| 6. Contract loans (including \$.....0 premium notes)..... | | | 0 | |
| 7. Derivatives..... | | | 0 | |
| 8. Other invested assets..... | 102,480 | 100,000 | 2,480 | 2,480 |
| 9. Receivables for securities..... | 11,666,779 | | 11,666,779 | 21,493,617 |
| 10. Securities lending reinvested collateral assets..... | | | 0 | |
| 11. Aggregate write-ins for invested assets..... | 0 | 0 | 0 | 0 |
| 12. Subtotals, cash and invested assets (Lines 1 to 11)..... | 5,055,135,520 | 100,000 | 5,055,035,520 | 4,271,657,877 |
| 13. Title plants less \$.....0 charged off (for Title insurers only)..... | | | 0 | |
| 14. Investment income due and accrued..... | 12,064,833 | | 12,064,833 | 13,292,149 |
| 15. Premiums and considerations: | | | | |
| 15.1 Uncollected premiums and agents' balances in the course of collection..... | 126,559,844 | 11,188,720 | 115,371,124 | 103,071,962 |
| 15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$.....0 earned but unbilled premiums)..... | 594,298,678 | | 594,298,678 | 546,361,594 |
| 15.3 Accrued retrospective premiums..... | | | 0 | |
| 16. Reinsurance: | | | | |
| 16.1 Amounts recoverable from reinsurers..... | 46,494,077 | | 46,494,077 | 34,815,521 |
| 16.2 Funds held by or deposited with reinsured companies..... | | | 0 | |
| 16.3 Other amounts receivable under reinsurance contracts..... | | | 0 | |
| 17. Amounts receivable relating to uninsured plans..... | | | 0 | |
| 18.1 Current federal and foreign income tax recoverable and interest thereon..... | | | 0 | |
| 18.2 Net deferred tax asset..... | 117,530,444 | | 117,530,444 | 132,712,574 |
| 19. Guaranty funds receivable or on deposit..... | | | 0 | |
| 20. Electronic data processing equipment and software..... | 102,917,469 | 78,742,608 | 24,174,861 | 21,671,013 |
| 21. Furniture and equipment, including health care delivery assets (\$.....0)..... | 64,031,234 | 64,031,234 | 0 | |
| 22. Net adjustment in assets and liabilities due to foreign exchange rates..... | | | 0 | |
| 23. Receivables from parent, subsidiaries and affiliates..... | | | 0 | |
| 24. Health care (\$.....0) and other amounts receivable..... | | | 0 | |
| 25. Aggregate write-ins for other than invested assets..... | 71,172,143 | 64,184,157 | 6,987,986 | 6,351,254 |
| 26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25)..... | 6,190,204,242 | 218,246,719 | 5,971,957,523 | 5,129,933,944 |
| 27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts..... | | | 0 | |
| 28. Total (Lines 26 and 27)..... | 6,190,204,242 | 218,246,719 | 5,971,957,523 | 5,129,933,944 |

DETAILS OF WRITE-INS

| | | | | |
|--|------------|------------|-----------|-----------|
| 1101..... | | | 0 | |
| 1102..... | | | 0 | |
| 1103..... | | | 0 | |
| 1198. Summary of remaining write-ins for Line 11 from overflow page..... | 0 | 0 | 0 | 0 |
| 1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above)..... | 0 | 0 | 0 | 0 |
| 2501. EQUITIES AND DEPOSITS IN POOLS AND ASSOCIATIONS..... | 4,033,862 | | 4,033,862 | 3,840,159 |
| 2502. STATE UNEARNED SURCHARGE RECOVERABLE..... | 1,296,584 | | 1,296,584 | 1,239,569 |
| 2503. STATE TAX CREDITS..... | 885,000 | | 885,000 | 395,345 |
| 2598. Summary of remaining write-ins for Line 25 from overflow page..... | 64,956,697 | 64,184,157 | 772,540 | 876,181 |
| 2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above)..... | 71,172,143 | 64,184,157 | 6,987,986 | 6,351,254 |

LIABILITIES, SURPLUS AND OTHER FUNDS

| | 1 Current Statement Date | 2 December 31 Prior Year |
|---|--------------------------------|--------------------------------|
| 1. Losses (current accident year \$.....559,664,983)..... | 1,472,804,860 | 1,399,143,962 |
| 2. Reinsurance payable on paid losses and loss adjustment expenses..... | 273,359,639 | 230,114,238 |
| 3. Loss adjustment expenses..... | 301,400,215 | 295,101,205 |
| 4. Commissions payable, contingent commissions and other similar charges..... | 4,519,577 | 6,342,113 |
| 5. Other expenses (excluding taxes, licenses and fees)..... | 183,169,464 | 146,442,527 |
| 6. Taxes, licenses and fees (excluding federal and foreign income taxes)..... | 32,881,267 | 32,133,393 |
| 7.1 Current federal and foreign income taxes (including \$.....3,506,861 on realized capital gains (losses))..... | 44,524,888 | 15,902,855 |
| 7.2 Net deferred tax liability..... | | |
| 8. Borrowed money \$.....0 and interest thereon \$.....0..... | | |
| 9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$.....1,414,132,588 and including warranty reserves of \$.....0 and accrued accident and health experience rating refunds including \$.....0 for medical loss ratio rebate per the Public Health Service Act..... | 1,350,416,356 | 1,240,175,199 |
| 10. Advance premium..... | 7,746,440 | 4,591,393 |
| 11. Dividends declared and unpaid: | | |
| 11.1 Stockholders..... | | |
| 11.2 Policyholders..... | | |
| 12. Ceded reinsurance premiums payable (net of ceding commissions)..... | 10,717,803 | (36,669,873) |
| 13. Funds held by company under reinsurance treaties..... | | |
| 14. Amounts withheld or retained by company for account of others..... | 1,996,913 | 3,738,429 |
| 15. Remittances and items not allocated..... | | |
| 16. Provision for reinsurance..... | | |
| 17. Net adjustments in assets and liabilities due to foreign exchange rates..... | | |
| 18. Drafts outstanding..... | 63,647,672 | 47,448,946 |
| 19. Payable to parent, subsidiaries and affiliates..... | 552,703,965 | 310,366,662 |
| 20. Derivatives..... | | |
| 21. Payable for securities..... | 98,289,742 | 63,861,545 |
| 22. Payable for securities lending..... | | |
| 23. Liability for amounts held under uninsured plans..... | | |
| 24. Capital notes \$.....0 and interest thereon \$.....0..... | | |
| 25. Aggregate write-ins for liabilities..... | 8,826,554 | 11,370,292 |
| 26. Total liabilities excluding protected cell liabilities (Lines 1 through 25)..... | 4,407,005,355 | 3,770,062,886 |
| 27. Protected cell liabilities..... | | |
| 28. Total liabilities (Lines 26 and 27)..... | 4,407,005,355 | 3,770,062,886 |
| 29. Aggregate write-ins for special surplus funds..... | 0 | 0 |
| 30. Common capital stock..... | 3,000,000 | 3,000,000 |
| 31. Preferred capital stock..... | | |
| 32. Aggregate write-ins for other than special surplus funds..... | 0 | 0 |
| 33. Surplus notes..... | | |
| 34. Gross paid in and contributed surplus..... | 803,424,572 | 793,997,233 |
| 35. Unassigned funds (surplus)..... | 758,527,596 | 562,873,825 |
| 36. Less treasury stock, at cost: | | |
| 36.1 .....0.000 shares common (value included in Line 30 \$.....0)..... | | |
| 36.2 .....0.000 shares preferred (value included in Line 31 \$.....0)..... | | |
| 37. Surplus as regards policyholders (Lines 29 to 35, less 36)..... | 1,564,952,168 | 1,359,871,058 |
| 38. Totals..... | 5,971,957,523 | 5,129,933,944 |

DETAILS OF WRITE-INS

| | | |
|--|-----------|------------|
| 2501. OTHER LIABILITIES..... | 8,324,036 | 10,384,055 |
| 2502. ESCHEATABLE PROPERTY..... | 448,554 | 936,483 |
| 2503. UNEARNED FEE RESERVE..... | 53,964 | 49,754 |
| 2598. Summary of remaining write-ins for Line 25 from overflow page..... | 0 | 0 |
| 2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above)..... | 8,826,554 | 11,370,292 |
| 2901. | | |
| 2902. | | |
| 2903. | | |
| 2998. Summary of remaining write-ins for Line 29 from overflow page..... | 0 | 0 |
| 2999. Totals (Lines 2901 thru 2903 plus 2998) (Line 29 above)..... | 0 | 0 |
| 3201. | | |
| 3202. | | |
| 3203. | | |
| 3298. Summary of remaining write-ins for Line 32 from overflow page..... | 0 | 0 |
| 3299. Totals (Lines 3201 thru 3203 plus 3298) (Line 32 above)..... | 0 | 0 |

PROGRESSIVE CASUALTY INSURANCE COMPANY

STATEMENT OF INCOME

| | 1 Current Year to Date | 2 Prior Year to Date | 3 Prior Year Ended December 31 |
|--|------------------------------|----------------------------|--------------------------------------|
| UNDERWRITING INCOME | | | |
| 1. Premiums earned: | | | |
| 1.1 Direct..... (written \$....435,951,188)..... | 419,286,432 | 388,200,460 | 785,365,617 |
| 1.2 Assumed..... (written \$....4,169,537,123)..... | 3,968,424,458 | 3,776,914,172 | 7,599,365,012 |
| 1.3 Ceded..... (written \$....2,349,006,724)..... | 2,241,470,461 | 2,131,994,010 | 4,289,474,216 |
| 1.4 Net..... (written \$....2,256,481,587)..... | 2,146,240,429 | 2,033,120,622 | 4,095,256,413 |
| DEDUCTIONS: | | | |
| 2. Losses incurred (current accident year \$....1,352,235,767): | | | |
| 2.1 Direct..... | 263,634,811 | 229,691,543 | 479,781,353 |
| 2.2 Assumed..... | 2,543,576,005 | 2,273,744,044 | 4,691,708,825 |
| 2.3 Ceded..... | 1,434,559,268 | 1,280,240,542 | 2,648,776,254 |
| 2.4 Net..... | 1,372,651,548 | 1,223,195,045 | 2,522,713,924 |
| 3. Loss adjustment expenses incurred..... | 228,543,320 | 210,893,777 | 423,953,385 |
| 4. Other underwriting expenses incurred..... | 483,678,518 | 465,280,653 | 911,894,062 |
| 5. Aggregate write-ins for underwriting deductions..... | 0 | 21 | 120 |
| 6. Total underwriting deductions (Lines 2 through 5)..... | 2,084,873,386 | 1,899,369,496 | 3,858,561,491 |
| 7. Net income of protected cells..... | | | |
| 8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)..... | 61,367,043 | 133,751,126 | 236,694,922 |
| INVESTMENT INCOME | | | |
| 9. Net investment income earned..... | 34,599,355 | 35,909,531 | 424,337,068 |
| 10. Net realized capital gains (losses) less capital gains tax of \$....3,506,861..... | 1,720,749 | 18,092,844 | (1,205,871) |
| 11. Net investment gain (loss) (Lines 9 + 10)..... | 36,320,104 | 54,002,375 | 423,131,197 |
| OTHER INCOME | | | |
| 12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$....368,269 amount charged off \$....17,607,605)..... | (17,239,336) | (14,947,465) | (31,056,701) |
| 13. Finance and service charges not included in premiums..... | 7,545,162 | 6,525,395 | 13,571,840 |
| 14. Aggregate write-ins for miscellaneous income..... | 9,147,280 | 8,880,460 | 21,416,651 |
| 15. Total other income (Lines 12 through 14)..... | (546,894) | 458,390 | 3,931,790 |
| 16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)..... | 97,140,253 | 188,211,891 | 663,757,909 |
| 17. Dividends to policyholders..... | | | |
| 18. Net income after dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Line 16 minus Line 17)..... | 97,140,253 | 188,211,891 | 663,757,909 |
| 19. Federal and foreign income taxes incurred..... | 41,066,421 | 65,091,700 | 106,953,866 |
| 20. Net income (Line 18 minus Line 19) (to Line 22)..... | 56,073,832 | 123,120,191 | 556,804,043 |
| CAPITAL AND SURPLUS ACCOUNT | | | |
| 21. Surplus as regards policyholders, December 31 prior year..... | 1,359,871,058 | 1,333,461,680 | 1,333,461,680 |
| 22. Net income (from Line 20)..... | 56,073,832 | 123,120,191 | 556,804,043 |
| 23. Net transfers (to) from Protected Cell accounts..... | | | |
| 24. Change in net unrealized capital gains or (losses) less capital gains tax of \$....16,796,806..... | 107,411,360 | 93,956,227 | (260,341,386) |
| 25. Change in net unrealized foreign exchange capital gain (loss)..... | | | |
| 26. Change in net deferred income tax..... | 2,409,152 | (18,384,741) | 1,732,624 |
| 27. Change in nonadmitted assets..... | 28,283,972 | 29,975,906 | 21,119,386 |
| 28. Change in provision for reinsurance..... | | | |
| 29. Change in surplus notes..... | | | |
| 30. Surplus (contributed to) withdrawn from protected cells..... | | | |
| 31. Cumulative effect of changes in accounting principles..... | | | |
| 32. Capital changes: | | | |
| 32.1 Paid in..... | | | |
| 32.2 Transferred from surplus (Stock Dividend)..... | | | |
| 32.3 Transferred to surplus..... | | | |
| 33. Surplus adjustments: | | | |
| 33.1 Paid in..... | 9,427,339 | 7,277,640 | 16,105,155 |
| 33.2 Transferred to capital (Stock Dividend)..... | | | |
| 33.3 Transferred from capital..... | | | |
| 34. Net remittances from or (to) Home Office..... | | | |
| 35. Dividends to stockholders..... | | | (303,000,000) |
| 36. Change in treasury stock..... | | | |
| 37. Aggregate write-ins for gains and losses in surplus..... | 1,475,456 | (189,018) | (6,010,444) |
| 38. Change in surplus as regards policyholders (Lines 22 through 37)..... | 205,081,111 | 235,756,205 | 26,409,378 |
| 39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)..... | 1,564,952,169 | 1,569,217,885 | 1,359,871,058 |
| DETAILS OF WRITE-INS | | | |
| 0501. 2008 NORTH CAROLINA PRIVATE PASSENGER AUTO ESCROW (REFUNDS)..... | | 21 | 120 |
| 0502. | | | |
| 0503. | | | |
| 0598. Summary of remaining write-ins for Line 5 from overflow page..... | 0 | 0 | 0 |
| 0599. Totals (Lines 0501 thru 0503 plus 0598) (Line 5 above)..... | 0 | 21 | 120 |
| 1401. FINANCE AND SERVICE CHARGE REVENUE ASSUMED..... | 8,893,483 | 8,332,152 | 16,963,275 |
| 1402. MISCELLANEOUS INCOME..... | 369,384 | 653,457 | 4,436,922 |
| 1403. SERVICE BUSINESS REVENUE..... | 223,788 | 263,044 | 509,980 |
| 1498. Summary of remaining write-ins for Line 14 from overflow page..... | (339,375) | (368,193) | (493,526) |
| 1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above)..... | 9,147,280 | 8,880,460 | 21,416,651 |
| 3701. CHANGE IN ELIMINATION IN DEFERRED UNREALIZED GAIN PER SSAP 25..... | 1,475,456 | (189,018) | (6,010,444) |
| 3702. | | | |
| 3703. | | | |
| 3798. Summary of remaining write-ins for Line 37 from overflow page..... | 0 | 0 | 0 |
| 3799. Totals (Lines 3701 thru 3703 plus 3798) (Line 37 above)..... | 1,475,456 | (189,018) | (6,010,444) |

CASH FLOW

| | 1 Current Year to Date | 2 Prior Year To Date | 3 Prior Year Ended December 31 |
|---|------------------------------|----------------------------|--------------------------------------|
| CASH FROM OPERATIONS | | | |
| 1. Premiums collected net of reinsurance..... | 2,246,909,709 | 2,147,329,423 | 4,108,382,948 |
| 2. Net investment income..... | 67,282,607 | 72,449,414 | 496,285,688 |
| 3. Miscellaneous income..... | 131,385 | 404,088 | 4,649,449 |
| 4. Total (Lines 1 through 3)..... | 2,314,323,701 | 2,220,182,925 | 4,609,318,085 |
| 5. Benefit and loss related payments..... | 1,267,423,805 | 1,169,298,120 | 2,456,427,576 |
| 6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts..... | | | |
| 7. Commissions, expenses paid and aggregate write-ins for deductions..... | 670,270,553 | 653,854,692 | 1,344,622,718 |
| 8. Dividends paid to policyholders..... | | | |
| 9. Federal and foreign income taxes paid (recovered) net of \$.....(1,575,013) tax on capital gains (losses)..... | 15,951,249 | 14,770,845 | 110,441,370 |
| 10. Total (Lines 5 through 9)..... | 1,953,645,607 | 1,837,923,657 | 3,911,491,664 |
| 11. Net cash from operations (Line 4 minus Line 10)..... | 360,678,094 | 382,259,268 | 697,826,421 |
| CASH FROM INVESTMENTS | | | |
| 12. Proceeds from investments sold, matured or repaid: | | | |
| 12.1 Bonds..... | 204,203,332 | 350,716,908 | 1,055,904,091 |
| 12.2 Stocks..... | 8,677,887 | 37,710,089 | 69,233,628 |
| 12.3 Mortgage loans..... | | | |
| 12.4 Real estate..... | | | |
| 12.5 Other invested assets..... | | | |
| 12.6 Net gains or (losses) on cash, cash equivalents and short-term investments..... | | 324 | 321 |
| 12.7 Miscellaneous proceeds..... | 44,255,035 | 49,525,342 | 59,507,892 |
| 12.8 Total investment proceeds (Lines 12.1 to 12.7)..... | 257,136,254 | 437,952,663 | 1,184,645,932 |
| 13. Cost of investments acquired (long-term only): | | | |
| 13.1 Bonds..... | 533,048,213 | 1,056,208,219 | 1,504,236,033 |
| 13.2 Stocks..... | 64,854,014 | 11,504,023 | 98,318,381 |
| 13.3 Mortgage loans..... | | | |
| 13.4 Real estate..... | 13,765,272 | 1,865,891 | 11,059,369 |
| 13.5 Other invested assets..... | | | |
| 13.6 Miscellaneous applications..... | | 439,062 | 21,413,880 |
| 13.7 Total investments acquired (Lines 13.1 to 13.6)..... | 611,667,499 | 1,070,017,195 | 1,635,027,663 |
| 14. Net increase (decrease) in contract loans and premium notes..... | | | |
| 15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)..... | (354,531,245) | (632,064,532) | (450,381,731) |
| CASH FROM FINANCING AND MISCELLANEOUS SOURCES | | | |
| 16. Cash provided (applied): | | | |
| 16.1 Surplus notes, capital notes..... | | | |
| 16.2 Capital and paid in surplus, less treasury stock..... | 9,427,339 | 7,277,640 | 16,105,155 |
| 16.3 Borrowed funds..... | | | |
| 16.4 Net deposits on deposit-type contracts and other insurance liabilities..... | | | |
| 16.5 Dividends to stockholders..... | | | 303,000,000 |
| 16.6 Other cash provided (applied)..... | 280,864,181 | 91,549,581 | 103,735,183 |
| 17. Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6)..... | 290,291,520 | 98,827,221 | (183,159,662) |
| RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS | | | |
| 18. Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17)..... | 296,438,368 | (150,978,044) | 64,285,028 |
| 19. Cash, cash equivalents and short-term investments: | | | |
| 19.1 Beginning of year..... | 611,742,483 | 547,457,455 | 547,457,455 |
| 19.2 End of period (Line 18 plus Line 19.1)..... | 908,180,851 | 396,479,411 | 611,742,483 |

Note: Supplemental disclosures of cash flow information for non-cash transactions:

| | | | |
|---------|--|--|--|
| 20.0001 | | | |
|---------|--|--|--|

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies

A. Accounting Practices

The accompanying statutory-basis financial statements of Progressive Casualty Insurance Company (the "Company") were prepared on the basis of accounting practices prescribed or permitted by the Ohio Department of Insurance ("DOI").

The Ohio DOI requires insurance companies domiciled in the state of Ohio to prepare their statutory-basis financial statements in accordance with the National Association of Insurance Commissioners' ("NAIC") *Accounting Practices and Procedures Manual* subject to any deviations prescribed or permitted by the Ohio DOI. No deviations from NAIC statutory accounting practices ("NAIC SAP") were used in preparing these statutory-basis financial statements.

2. Accounting Changes and Corrections of Errors

No significant change

3. Business Combinations and Goodwill

No significant change

4. Discontinued Operations

No significant change

5. Investments

D. Loan-Backed Securities

Under SSAP No. 43R, the Company analyzes its structured debt securities to determine if the Company intends to sell, or if it is more likely than not that the Company will be required to sell, the security prior to recovery and, if so, the Company writes down the security to its current fair market value with the entire amount of the write-down recorded as a realized loss. To the extent that it is more likely than not that the Company will hold the debt security until recovery (which could be maturity), the Company determines if any of the decline in value is due to a credit loss (i.e., where the present value of cash flows expected to be collected is lower than the amortized cost basis of the security) and, if so, the Company recognizes that portion of the impairment as a realized loss.

The sources used to determine prepayment assumptions are derived from updated cash flows from widely utilized reputable industry sources. The Company's portfolio managers review the available cash flow data and prepayment assumptions and make adjustments based on current performance indicators on the underlying assets (e.g., delinquency rates, foreclosure rates, and default rates), credit support (via current levels of subordination), and historical credit ratings.

As of June 30, 2012, the Company did not intend to sell the loan-backed or structured debt securities on which a credit loss was recognized, and determined that it is more likely than not that the Company will not be required to sell the securities prior to the recovery (which could be maturity) of their respective cost basis.

The following table shows, as of June 30, 2012, the Company's other-than-temporary impairment for loan-backed and structured debt securities since the adoption of SSAP No. 43R.

| CUSIP | Amortized cost before current period other-than-temporary impairment | Projected Cash Flows | Recognized other-than-temporary Impairment | Amortized Cost after other-than-temporary Impairment | Fair Value at time of other-than-temporary impairment | Financial Statement date when other-than-temporary impairment was reported |
|-----------|--|----------------------|--|--|---|--|
| 362341YF0 | \$ 11,225,309 | \$ 10,559,918 | \$ 665,391 | \$ 10,559,918 | \$ 2,037,150 | 2009 - Q3 |
| 74436JGM3 | 630,998 | 602,254 | 28,744 | 602,254 | 511,510 | 2009 - Q4 |
| 33736XBN8 | 350,135 | 285,557 | 64,578 | 285,557 | 199,853 | 2010 - Q1 |
| 69348HCR7 | 471,474 | 446,486 | 24,988 | 446,486 | 359,475 | 2010 - Q1 |
| 74436JGM3 | 695,598 | 434,752 | 260,846 | 434,752 | 424,608 | 2010 - Q1 |
| 33736XBN8 | 174,522 | 101,351 | 73,171 | 101,351 | 95,031 | 2010 - Q2 |
| 362341YF0 | 10,980,737 | 8,368,064 | 2,612,673 | 8,368,064 | 6,873,600 | 2010 - Q2 |
| 743873BL4 | 4,410,578 | 4,224,959 | 185,619 | 4,224,959 | 4,224,959 | 2010 - Q2 |
| 74436JGM3 | 712,556 | 434,428 | 278,128 | 434,428 | 343,299 | 2010 - Q2 |
| 93934DAA5 | 598,338 | 582,428 | 15,910 | 582,428 | 464,522 | 2010 - Q2 |
| 161505GN6 | 115,037 | 59,481 | 55,556 | 59,481 | 59,481 | 2010 - Q3 |
| 20046PAG3 | 128,183 | 34,995 | 93,188 | 34,995 | 34,995 | 2010 - Q3 |
| 52108HCS1 | 52,569 | 44,203 | 8,366 | 44,203 | 32,167 | 2010 - Q3 |
| 69348HCR7 | 352,270 | 283,589 | 68,681 | 283,589 | 283,589 | 2010 - Q3 |
| 74436JGM3 | 402,096 | 183,178 | 218,918 | 183,178 | 183,178 | 2011 - Q1 |
| 93934DAA5 | 331,364 | 281,715 | 49,649 | 281,715 | 281,715 | 2011 - Q1 |
| 07387AGH2 | 2,469,912 | 2,412,088 | 57,824 | 2,412,088 | 2,412,088 | 2011 - Q2 |
| 94980QAA7 | 2,692,993 | 2,559,994 | 132,999 | 2,559,994 | 2,533,217 | 2011 - Q2 |
| 743873BL4 | 3,301,245 | 3,211,663 | 89,582 | 3,211,663 | 3,213,711 | 2011 - Q3 |
| 07387AGH2 | 2,408,295 | 2,263,061 | 145,234 | 2,263,061 | 2,128,357 | 2011 - Q4 |
| 045424FJ2 | 202,869 | 178,242 | 24,627 | 178,242 | 178,242 | 2012 - Q2 |
| Total | XXX | XXX | \$ 5,154,672 | XXX | XXX | XXX |

As of June 30, 2012, the Company had \$2,455,916 of gross unrealized losses in the Company's loan-backed and structured debt securities. The Company currently does not intend to sell the loan-backed and structured debt securities and determined that it is more likely than not that the Company will not be required to sell these securities for the period of time necessary to recover their cost basis. If the Company's strategy was to change and these securities were determined to be other-than-temporarily impaired, the Company would recognize a write-down in accordance with the Company's stated policy.

The following table shows, as of June 30, 2012, the composition of fair value and gross unrealized losses on loan-backed and structured debt securities by the length of time that individual securities have been in a continuous unrealized loss position:

| Fair Market Value | Unrealized Loss | Losses less than 12 Months | Losses greater than 12 months | Fair Market Value of losses less than 12 months | Fair Market Value of losses greater than 12 months |
|-------------------|-----------------|----------------------------|-------------------------------|---|--|
| \$ 87,192,421 | \$ 2,455,916 | \$ 369,492 | \$ 2,086,424 | \$ 35,425,595 | \$ 51,766,826 |

NOTES TO FINANCIAL STATEMENTS

F. Real Estate

At June 30, 2012, the Company has various property holdings classified as "Property Held for Sale" that are measured at the lower of their book value or fair market value. The properties are presently being marketed.

6. Joint Ventures, Partnerships and Limited Liability Companies

No significant change

7. Investment Income

No significant change

8. Derivative Instruments

No significant change

9. Income Taxes

A. Components of the net deferred tax asset (liability) ("DTA"/"DTL")

1. The components of the DTA in accordance with SSAP 101, Income Taxes, are as follows:

| Description | June 30, 2012 | | | December 31, 2011 | | | Change | | |
|--|---------------------------|-------------------------------|---------------------------|---------------------------|-------------------------------|---------------------------|--|--|---------------------------|
| | (1) Ordinary Income | (2) Capital gain (loss) | (3) (Col 1+2) Total | (4) Ordinary Income | (5) Capital gain (loss) | (6) (Col 4+5) Total | (7) (Col 1-4) Ordinary Income | (8) (Col 2-5) Capital gain (loss) | (9) (Col 7+8) Total |
| (a) Gross deferred tax assets | \$ 247,548,711 | \$ 35,813,605 | \$ 283,362,316 | \$ 249,218,454 | \$ 35,967,482 | \$ 285,185,936 | \$ (1,669,743) | \$ (153,877) | \$ (1,823,620) |
| (b) Statutory valuation allowance adjustment | - | - | - | - | - | - | - | - | - |
| (c) Adjusted gross deferred tax assets (1a-1b) | \$ 247,548,711 | \$ 35,813,605 | \$ 283,362,316 | \$ 249,218,454 | \$ 35,967,482 | \$ 285,185,936 | \$ (1,669,743) | \$ (153,877) | \$ (1,823,620) |
| (d) Deferred tax assets nonadmitted | - | - | - | - | - | - | - | - | - |
| (e) Subtotal (net deferred tax assets) (1c-1d) | \$ 247,548,711 | \$ 35,813,605 | \$ 283,362,316 | \$ 249,218,454 | \$ 35,967,482 | \$ 285,185,936 | \$ (1,669,743) | \$ (153,877) | \$ (1,823,620) |
| (f) Deferred tax liabilities | 65,002,767 | 100,829,105 | 165,831,872 | 66,693,669 | 85,779,693 | 152,473,362 | (1,690,902) | 15,049,412 | 13,358,510 |
| (g) Net admitted deferred tax assets (1e-1f) | \$ 182,545,944 | \$ (65,015,500) | \$ 117,530,444 | \$ 182,524,785 | \$ (49,812,211) | \$ 132,712,574 | \$ 21,159 | \$ (15,203,289) | \$ (15,182,130) |

C. Current income taxes consist of the following major components:

| Description | (1) June 30, 2012 | (2) December 31, 2011 | (3) (Col 1-2) Change |
|---|-------------------------|-----------------------------|----------------------------|
| (a) Federal income tax expense (benefit) | \$ 41,066,421 | \$ 107,178,319 | \$ (66,111,898) |
| (b) Foreign income tax expense (benefit) | - | - | - |
| (c) Prior year underaccrual (overaccrual) | - | (224,453) | 224,453 |
| (d) Subtotal | \$ 41,066,421 | \$ 106,953,866 | \$ (65,887,445) |
| (e) Federal income tax (benefit) on net realized capital gains (losses) | 3,506,861 | (8,274,446) | 11,781,307 |
| (f) Utilization of capital loss carry-forwards | - | - | - |
| (g) Prior year underaccrual (overaccrual) | - | 12,894,805 | (12,894,805) |
| (h) Subtotal | \$ 3,506,861 | \$ 4,620,359 | \$ (1,113,498) |
| (i) Federal and Foreign income taxes incurred | \$ 44,573,282 | \$ 111,574,225 | \$ (67,000,943) |

D. Reconciliation of Federal Income Tax Rate to Actual Effective Rate

The provision for Federal income taxes is different than that which would be obtained by applying the statutory Federal income tax rate to pre-tax income. The significant book to tax adjustments causing this difference are as follows:

| Description | Tax Effect Amount | Effective Tax Rate |
|---|----------------------|-----------------------|
| Provision computed at statutory rate | \$ 35,226,490 | 35% |
| Exempt interest income | (706,331) | -1% |
| Dividends received deduction | (1,440,078) | -1% |
| Impact of nonadmitted assets | 9,899,390 | 10% |
| Other | (815,340) | -1% |
| Total | \$ 42,164,130 | 42% |
| Federal and foreign income taxes incurred | \$ 44,573,282 | |
| Change in net deferred income tax | (2,409,152) | |
| Total statutory income taxes | \$ 42,164,130 | |

10. Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties

No significant change

11. Debt

No significant change

NOTES TO FINANCIAL STATEMENTS

12. Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans

No significant change

13. Capital and Surplus, Dividend Restrictions and Quasi-Reorganizations

No significant change

14. Contingencies

D. Claims Related to Extra Contractual Obligations and Bad Faith Losses Stemming from Lawsuits

The Company paid the following amount during the reporting period to settle claims related to extra contractual obligations ("ECO") or bad faith claims stemming from lawsuits.

| | Direct |
|---|------------|
| Claims related to ECO and bad faith losses paid | \$ 260,000 |

The table below indicates the number of claims where amounts were paid to settle claims related to ECO or bad faith claims resulting from lawsuits during the reporting period. The claim count information disclosed is per claimant.

| 0-25 Claims | 26-50 Claims | 51-100 Claims | 101-500 Claims | Over 500 Claims |
|-------------|--------------|---------------|----------------|-----------------|
| X | | | | |

E. All Other Contingencies

The Company is named as defendant in various lawsuits arising out of its insurance operations. All legal actions relating to claims made under insurance policies are considered by the Company in establishing its loss and LAE reserves. The Company also has, on a net basis, potential exposure relating to lawsuits due to its participation in various management agreements and a 100% pooling reinsurance agreement for which it is allocated litigation expenses.

The following is a discussion of potentially significant pending cases at June 30, 2012. Unless specifically noted, the Company does not consider a loss from these cases to be probable and is unable to estimate a range of loss, if any, at this time.

As of June 30, 2012, there was a certified class action lawsuit challenging the Company's use of certain automated database vendors or software to assist in the adjustment of bodily injury claims. Plaintiffs allege that these databases or software systematically undervalue the claims.

As of June 30, 2012, the Company was defending a putative statewide class action lawsuits alleging that the Company improperly steers automobile repair work to certain auto body repair shops and challenging the labor rates the Company pays to auto body repair shops.

As of June 30, 2012, the Company was defending a putative class action lawsuit alleging that the Company charged insureds for illusory underinsured and uninsured motorist coverage on multiple vehicle policies.

As of June 30, 2012, the Company was defending a putative class action lawsuit alleging that the Company failed to properly reimburse sales tax on replacement vehicles.

As of June 30, 2012, there was a putative class action lawsuit alleging that the Company failed to reimburse legal fees incurred to recover medical damages for personal injury protection benefits.

15. Leases

No significant change

16. Information about Financial Instruments with Off-Balance Sheet Risk and with Concentrations of Credit Risk

No significant change

17. Sale, Transfer, and Servicing of Financial Assets and Extinguishments of Liabilities

B. The Company had no wash sales of securities with the National Association of Insurance Commissioners' rating of 3 or below during the reporting period.

18. Gain or Loss from Uninsured Plans and the Uninsured Portion of Partially Insured Plans

No significant change

19. Direct Premiums Written / Produced by Managing General Agents / Third Party Administrators

No significant change

20. Fair Value Measurements

A. Inputs Used for Assets and Liabilities Measured at Fair Value

1. Fair Value Measurements by Levels 1, 2 and 3

The Company categorizes its financial instruments, based on the degree of subjectivity inherent in the method by which they are valued, into a fair value hierarchy of three levels, as follows:

Level 1 - Inputs are unadjusted, quoted prices in active markets for identical instruments at the measurement date (e.g., active exchange-traded equity securities).

Level 2 - Inputs (other than quoted prices included within Level 1) that are observable for the instrument either directly or indirectly. This includes: (i) quoted prices for similar instruments in active markets, (ii) quoted prices for identical or similar instruments in markets that are not active, (iii) inputs other than quoted prices that are observable for the instruments, and (iv) inputs that are derived principally from or corroborated by observable market data by correlation or other means.

Level 3 - Inputs that are unobservable. Unobservable inputs reflect the Company's subjective evaluation about the assumptions market participants would use in pricing the financial instrument.

NOTES TO FINANCIAL STATEMENTS

The Company evaluated whether the market was distressed or inactive in determining the fair value for those securities reported and reviewed certain market level inputs to evaluate whether sufficient activity, volume, and new issuances existed to create an active market. Based on this evaluation, the Company concluded that there was sufficient activity in determining the fair value for those securities reported.

The valuations classified as either Level 1 or Level 2 in the table below are priced exclusively by external sources, including: pricing vendors, dealers/market makers, and exchange-quoted prices. The Company did not have any transfers between Level 1 and Level 2.

With limited exceptions, the Company's Level 3 securities are also priced externally; however, due to several factors (e.g., nature of the securities, level of activity, lack of similar securities trading to obtain observable market level inputs), these valuations are more subjective in nature. Certain private equity investments and fixed-income investments included in the Level 3 category are valued using external pricing supplemented by internal review and analysis.

Fair Value Measurements at June 30, 2012:

| Asset Description | Level 1 | Level 2 | Level 3 | Total |
|---|----------------|--------------|---------------|----------------|
| Bonds – Industrial & Miscellaneous | \$ -- | \$ 1,550,251 | \$ -- | \$ 1,550,251 |
| Common Stock – Industrial & Miscellaneous | 700,932,445 | -- | 11,243,102 | 712,175,547 |
| Total | \$ 700,932,445 | \$ 1,550,251 | \$ 11,243,102 | \$ 713,725,798 |

2. Rollforward of Level 3 Items

| Asset Description | Balance at Jan. 1, 2012 | Transfers into level 3 | Transfers out of level 3 | Total Realized Gains (Losses) included in Net Income | Total Unrealized Gains (Losses) included in Surplus | Purchases, Issuances, Sales and Settlements | Balance at June 30, 2012 |
|---|-------------------------|------------------------|--------------------------|--|---|---|--------------------------|
| Common Stock – Industrial & Miscellaneous | \$ 10,198,750 | \$ -- | \$ -- | \$ -- | \$ 1,044,352 | \$ -- | \$ 11,243,102 |

As of June 30, 2012, the Company owned one privately held equity investment in The Plymouth Rock Company. The Company has valued its shares at the most recent open market trade price. Although an independent valuation is received each year at a significant premium to our current fair value, the Company considers this conservative fair value to be more representative, taking into account illiquidity and other factors.

3. Policy on Transfers Into and Out of Level 3

At the end of each reporting period, the Company evaluates whether or not any event has occurred or circumstances have changed that would cause an instrument to be transferred into or out of Level 3.

4. Inputs and Techniques Used for Level 2 and Level 3 Fair Values

See Note 20A above.

5. Derivative Fair Values

Not applicable

B. Other Fair Value Disclosures

Not applicable

C. Reasons Not Practical to Estimate Fair Values

Not applicable

21. Other Items

H. Agents' Balances Certification, Florida Statute 625.012 (5):

At June 30, 2012, the Company reported net admitted premiums and agents' balances in course of collection of \$115,371,124. Of this amount, there were no premiums due from a controlled or controlling person as defined in Florida statute 625.012 (5).

22. Events Subsequent

The Company was not impacted by any subsequent events. Subsequent events have been considered through August 10, 2012 for the statutory statement that was available for issuance by August 15, 2012.

23. Reinsurance

No significant change

24. Retrospectively Rated Contracts and Contracts Subject to Redetermination

No significant change

25. Changes in Incurred Losses and Loss Adjustment Expenses

Incurred losses and LAE attributable to insured events of prior accident years increased by \$25,314,000 in 2012, which is approximately 1.5% of the total prior year net unpaid losses and LAE of \$1,694,245,167. The increase is primarily due to an increase in originally anticipated severity of 1.7% and .3% for accident years 2011 and 2010, respectively, for private passenger auto liability incurred but not reported reserves. This increase was partially offset by a decrease in originally anticipated severity of .4% for accident year 2011 for auto physical damage.

NOTES TO FINANCIAL STATEMENTS

26. Intercompany Pooling Arrangements
No significant change
27. Structured Settlements
No significant change
28. Health Care Receivables
No significant change
29. Participating Accident and Health Policies
No significant change
30. Premium Deficiency Reserves
No significant change
31. High Deductibles
No significant change
32. Discounting of Liabilities for Unpaid Losses and Unpaid Loss Adjustment Expenses
No significant change
33. Asbestos and Environmental Reserves
No significant change
34. Subscriber Savings Accounts
Not applicable
35. Multiple Peril Crop Insurance
No significant change
36. Financial Guaranty Insurance
No significant change

PROGRESSIVE CASUALTY INSURANCE COMPANY GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES - GENERAL

1.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? Yes [] No [X]

1.2 If yes, has the report been filed with the domiciliary state? Yes [] No []

2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? Yes [] No [X]

2.2 If yes, date of change:

3. Have there been any substantial changes in the organizational chart since the prior quarter end? Yes [] No [X]
If yes, complete the Schedule Y-Part 1 - Organizational chart.

4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes [] No [X]

4.2 If yes, provide name of entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

| 1 Name of Entity | 2 NAIC Company Code | 3 State of Domicile |
|---------------------|---------------------------|---------------------------|
| | | |

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes [] No [X] N/A []
If yes, attach an explanation.

6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2007.....

6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2007.....

6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 4/7/2009.....

6.4 By what department or departments?
OHIO

6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes [] No [] N/A [X]

6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [X] No [] N/A []

7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes [] No [X]

7.2 If yes, give full information:

8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes [] No [X]

8.2 If response to 8.1 is yes, please identify the name of the bank holding company.

8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [] No [X]

8.4 If the response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator].

| 1 Affiliate Name | 2 Location (City, State) | 3 FRB | 4 OCC | 5 FDIC | 6 SEC |
|---------------------|-----------------------------|----------|----------|-----------|----------|
| | | | | | |

9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? Yes [X] No []

- (a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- (b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
- (c) Compliance with applicable governmental laws, rules and regulations;
- (d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
- (e) Accountability for adherence to the code.

9.11 If the response to 9.1 is No, please explain:

9.2 Has the code of ethics for senior managers been amended? Yes [X] No []

9.21 If the response to 9.2 is Yes, provide information related to amendment(s).
THE COMPANY'S CODE OF ETHICS POLICIES WERE UPDATED WITH THE FOLLOWING:
- A NEW SECTION ON ETHICAL DECISION-MAKING.
- REVISED PROVISIONS ON 1)REPORTING CONCERNS ABOUT POTENTIAL MISCONDUCT, 2)DIVERSITY AND INCLUSION, 3) SOCIAL RESPONSIBILITY, 4)PERSONAL USE OF COMPANY PROVIDED MOBILE DEVICES 5)ALCOHOLIC BEVERAGES, 6)DISCLOSURE OF MINOR TRAFFIC VIOLATIONS, AND 7)CONFLICT OF INTEREST RULES FOR CLAIMS PERSONNEL.

9.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes [] No [X]

**PROGRESSIVE CASUALTY INSURANCE COMPANY
GENERAL INTERROGATORIES**

PART 1 - COMMON INTERROGATORIES - GENERAL

9.31 If the response to 9.3 is Yes, provide the nature of any waiver(s).

PART 1 - FINANCIAL

10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? Yes [] No [X]

10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount:

PART 1 - INVESTMENT

11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes [X] No []

11.2 If yes, give full and complete information relating thereto:

THE COMPANY ENTERED INTO A REVERSE REPURCHASE COMMITMENT TRANSACTION AT 06/30/1012, WHEREBY THE COMPANY LOANED CASH IN THE AMOUNT OF \$150,000,000 TO AN ACCREDITED BANK (BARCLAYS) AND RECEIVED \$150,000,000 FAIR VALUE OF U.S. TREASURY NOTES PLEDGED AS GENERAL COLLATERAL AGAINST THE CASH BORROWED. OUR EXPOSURE TO CREDIT RISK WAS LIMITED, AS THIS INTERNALLY MANAGED TRANSACTION WAS AN OVERNIGHT ARRANGEMENT. THE INCOME GENERATED ON THIS TRANSACTION WAS CALCULATED AT THE APPLICABLE GENERAL COLLATERAL RATE ON THE VALUE OF U.S. TREASURY SECURITIES RECEIVED. (SEE SCHEDULE E - PART 2 - CASH EQUIVALENTS)

12. Amount of real estate and mortgages held in other invested assets in Schedule BA: \$.....0

13. Amount of real estate and mortgages held in short-term investments: \$.....0

14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes [X] No []

14.2 If yes, please complete the following:

| | 1 Prior Year-End Book/Adjusted Carrying Value | 2 Current Quarter Book/Adjusted Carrying Value |
|--|---|--|
| 14.21 Bonds..... | \$0 | \$0 |
| 14.22 Preferred Stock..... | \$0 | \$0 |
| 14.23 Common Stock..... | \$1,237,612,031 | \$1,313,829,344 |
| 14.24 Short-Term Investments..... | \$0 | \$0 |
| 14.25 Mortgage Loans on Real Estate..... | \$0 | \$0 |
| 14.26 All Other..... | \$100,000 | \$100,000 |
| 14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26)..... | \$1,237,712,031 | \$1,313,929,344 |
| 14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above..... | \$0 | \$0 |

15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes [] No [X]

15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? If no, attach a description with this statement. Yes [] No []

16. Excluding items in Schedule E-Part 3-Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III - General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook? Yes [X] No []

16.1 For all agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

| 1 Name of Custodian(s) | 2 Custodian Address |
|---------------------------|--|
| CITIBANK, N.A. | 338 GREENWICH STREET NEW YORK, NY 10013 |
| STATE STREET | 801 PENNSYLVANIA AVE KANSAS CITY, MO 64105 |
| RBC DEXIA | P.O. BOX 7500-STATION A, TORONTO, ON M5W 1P9 |

16.2 For all agreements that do not comply with the requirements of the NAIC Financial Condition Examiners Handbook, provide the name, location and a complete explanation.

| 1 Name(s) | 2 Location(s) | 3 Complete Explanation(s) |
|--------------|------------------|------------------------------|
| NONE | | |

16.3 Have there been any changes, including name changes, in the custodian(s) identified in 16.1 during the current quarter? Yes [] No [X]

16.4 If yes, give full and complete information relating thereto:

| 1 Old Custodian | 2 New Custodian | 3 Date of Change | 4 Reason |
|--------------------|--------------------|---------------------|-------------|
| NONE | | | |

PART 1 - INVESTMENT

16.5 Identify all investment advisors, broker/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

| 1 Central Registration Depository | 2 Name(s) | 3 Address |
|--------------------------------------|----------------------------------|-------------------------------------|
| 30107 | STATE STREET GLOBAL MARKETS, LLC | 225 FRANKLIN ST BOSTON, MA 02110 |
| 105466 | BECK, MACK & OLIVER LLC | 360 MADISON AVE, NEW YORK, NY 10017 |

17.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed? Yes No

17.2 If no, list exceptions:

**PROGRESSIVE CASUALTY INSURANCE COMPANY
GENERAL INTERROGATORIES (continued)**

PART 2

PROPERTY & CASUALTY INTERROGATORIES

1. If the reporting entity is a member of a pooling arrangement, did the agreement or the reporting entity's participation change? Yes [] No [X] N/A []
If yes, attach an explanation.

2. Has the reporting entity reinsured any risk with any other reporting entity and agreed to release such entity from liability, in whole or in part, from any loss that may occur on the risk, or portion thereof, reinsured? Yes [] No [X]
If yes, attach an explanation.

3.1 Have any of the reporting entity's primary reinsurance contracts been canceled? Yes [] No [X]

3.2 If yes, give full and complete information thereto:

4.1 Are any of the liabilities for unpaid losses and loss adjustment expenses other than certain workers' compensation tabular reserves (see Annual Statement Instructions pertaining to disclosure of discounting for definition of "tabular reserves,") discounted at a rate of interest greater than zero? Yes [] No [X]

4.2 If yes, complete the following schedule:

| 1 Line of Business | 2 Maximum Interest | 3 Disc. Rate | Total Discount | | | | Discount Taken During Period | | | |
|-----------------------|-----------------------|-----------------|--------------------|-----------------|-----------|------------|------------------------------|-----------------|------------|-------------|
| | | | 4 Unpaid Losses | 5 Unpaid LAE | 6 IBNR | 7 Total | 8 Unpaid Losses | 9 Unpaid LAE | 10 IBNR | 11 Total |
| | | | | | | .0 | | | | .0 |
| Total..... | XXX.. | XXX.. | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |

5. Operating Percentages:

5.1 A&H loss percent 0.0 %

5.2 A&H cost containment percent 0.0 %

5.3 A&H expense percent excluding cost containment expenses 0.0 %

6.1 Do you act as a custodian for health savings accounts? Yes [] No [X]

6.2 If yes, please provide the amount of custodial funds held as of the reporting date. 0

6.3 Do you act as an administrator for health savings accounts? Yes [] No [X]

6.4 If yes, please provide the amount of funds administered as of the reporting date. 0

SCHEDULE F - CEDED REINSURANCE

Showing All New Reinsurers - Current Year to Date

| 1 NAIC Company Code | 2 Federal ID Number | 3 Name of Reinsurer | 4 Domiciliary Jurisdiction | 5 Is Insurer Authorized? (YES or NO) |
|------------------------------|------------------------------|----------------------------|--------------------------------------|---|
|------------------------------|------------------------------|----------------------------|--------------------------------------|---|

NONE

PROGRESSIVE CASUALTY INSURANCE COMPANY

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year to Date - Allocated by States and Territories

| States, Etc. | 1 Active Status | Direct Premiums Written | | Direct Losses Paid (Deducting Salvage) | | Direct Losses Unpaid | |
|-------------------------------------|--------------------|---------------------------|-------------------------|--|-------------------------|---------------------------|-------------------------|
| | | 2 Current Year to Date | 3 Prior Year to Date | 4 Current Year to Date | 5 Prior Year to Date | 6 Current Year to Date | 7 Prior Year to Date |
| 1. Alabama.....AL | L | (7) | 4,044 | 322,749 | 705,254 | 909,221 | 836,522 |
| 2. Alaska.....AK | L | 80,887 | 111,892 | 390 | 372,918 | 305,862 | 278,685 |
| 3. Arizona.....AZ | L | 11,925,457 | 12,125,465 | 6,324,524 | 5,995,413 | 5,247,230 | 5,994,741 |
| 4. Arkansas.....AR | L | 1,285,782 | 1,461,577 | 1,294,854 | 764,395 | 755,158 | 1,537,215 |
| 5. California.....CA | L | 15,940,538 | 18,711,653 | 17,790,726 | 15,481,450 | 11,482,158 | 17,272,261 |
| 6. Colorado.....CO | L | 5,353,178 | 6,269,207 | 3,358,161 | 4,170,434 | 3,454,197 | 3,736,823 |
| 7. Connecticut.....CT | L | 57,378,974 | 61,051,155 | 34,909,606 | 36,429,831 | 61,037,802 | 63,150,152 |
| 8. Delaware.....DE | L | | | 27,923 | 95,963 | 206,804 | 400,702 |
| 9. District of Columbia.....DC | L | 3,399,676 | 3,453,668 | 1,648,501 | 1,624,897 | 2,105,926 | 2,114,006 |
| 10. Florida.....FL | L | | 204,505 | 71,543 | 209,141 | 2,116,215 | 2,884,668 |
| 11. Georgia.....GA | L | | 21,708 | 2,484,703 | 11,413 | 1,079,511 | 1,346,888 |
| 12. Hawaii.....HI | L | 9,558,520 | 10,702,130 | 4,630,631 | 4,686,228 | 4,344,078 | 5,307,031 |
| 13. Idaho.....ID | L | | (5) | (344) | (505,564) | 149,232 | 108,806 |
| 14. Illinois.....IL | L | 639,803 | 825,839 | 685,472 | 994,981 | 2,395,829 | 2,369,228 |
| 15. Indiana.....IN | L | 63,095 | 53,147 | 6,764 | 616,013 | 898,516 | 1,778,753 |
| 16. Iowa.....IA | L | 17,760 | 33,092 | 56,668 | 282,576 | 1,493,954 | 1,764,495 |
| 17. Kansas.....KS | L | 69,806 | 52,122 | 169,128 | 40,665 | 414,000 | 242,158 |
| 18. Kentucky.....KY | L | 41,713,149 | 40,343,159 | 29,236,198 | 27,092,383 | 26,674,789 | 24,322,410 |
| 19. Louisiana.....LA | L | | 399,782 | 88,033 | (6,567) | 1,038,541 | 736,282 |
| 20. Maine.....ME | L | 792,428 | 961,924 | 650,991 | 952,986 | 892,943 | 2,002,334 |
| 21. Maryland.....MD | L | 12,305,422 | 11,585,656 | 6,975,198 | 5,956,823 | 12,606,848 | 13,462,711 |
| 22. Massachusetts.....MA | L | 3,610,920 | 3,260,555 | 3,586,560 | 1,632,761 | 5,102,218 | 7,765,622 |
| 23. Michigan.....MI | L | | 31,294 | 127,316 | 281,091 | 2,946,390 | 2,755,224 |
| 24. Minnesota.....MN | L | 2,543,951 | 2,646,288 | 1,493,866 | 1,460,434 | 1,682,239 | 1,723,046 |
| 25. Mississippi.....MS | L | 3,139 | 5,537 | 248,591 | 3,130 | 1,133,274 | 1,348,091 |
| 26. Missouri.....MO | L | 53,671,991 | 37,900,552 | 25,400,734 | 15,331,154 | 22,801,518 | 11,550,458 |
| 27. Montana.....MT | L | 246,367 | 321,517 | 106,867 | 664,499 | 282,916 | 548,493 |
| 28. Nebraska.....NE | L | 32,821 | 6,223 | (27) | 2,814 | 143,652 | 157,567 |
| 29. Nevada.....NV | L | 928,649 | 1,078,725 | 1,530,371 | 3,102,086 | 3,609,063 | 4,420,905 |
| 30. New Hampshire.....NH | L | 80,014 | 86,685 | 8,556 | 58,094 | 284,616 | 255,250 |
| 31. New Jersey.....NJ | L | 1,742 | 867 | 730,036 | 573,657 | 1,768,222 | 2,323,298 |
| 32. New Mexico.....NM | L | 262,721 | 276,988 | 153,855 | 199,729 | 775,375 | 748,684 |
| 33. New York.....NY | L | 83,403,256 | 56,573,365 | 39,017,650 | 24,303,765 | 48,305,834 | 29,198,039 |
| 34. North Carolina.....NC | L | | (8,369) | 94,212 | (5,677) | 707,644 | 667,119 |
| 35. North Dakota.....ND | L | | | | | 15,753 | 25,593 |
| 36. Ohio.....OH | L | 19,871,357 | 23,903,218 | 12,756,477 | 15,684,974 | 13,700,857 | 14,836,343 |
| 37. Oklahoma.....OK | L | | 13,778 | 80,556 | 45,558 | 233,623 | 351,450 |
| 38. Oregon.....OR | L | 86,099 | 1,438,092 | 3,479,706 | 1,074,191 | 777,696 | 2,032,661 |
| 39. Pennsylvania.....PA | L | 8,712,306 | 11,177,927 | 6,860,389 | 8,581,423 | 10,220,557 | 12,723,022 |
| 40. Rhode Island.....RI | L | 24,200,905 | 24,370,517 | 13,743,795 | 15,827,428 | 29,581,070 | 31,175,448 |
| 41. South Carolina.....SC | L | | (2,552) | 8,264 | 127,298 | 251,178 | 718,028 |
| 42. South Dakota.....SD | L | | | (1,553) | (247) | 27,975 | 48,465 |
| 43. Tennessee.....TN | L | | 4,722 | 129,065 | 9,882 | 320,356 | 348,107 |
| 44. Texas.....TX | L | 13,549,064 | 13,603,972 | 4,163,694 | 4,768,479 | 4,217,752 | 4,604,833 |
| 45. Utah.....UT | L | 239,250 | 277,805 | 85,652 | 140,186 | 74,558 | 216,844 |
| 46. Vermont.....VT | L | 1,188,981 | 1,418,327 | 1,023,321 | 1,045,837 | 2,104,160 | 2,511,624 |
| 47. Virginia.....VA | L | 1,506,305 | 2,047,770 | 755,397 | 753,120 | 3,203,286 | 5,245,147 |
| 48. Washington.....WA | L | 61,059,091 | 50,950,641 | 33,281,798 | 22,202,303 | 41,430,850 | 27,425,425 |
| 49. West Virginia.....WV | L | 1,850 | | 159,808 | 256,322 | 442,806 | 595,286 |
| 50. Wisconsin.....WI | L | 226,596 | 284,197 | 79,011 | 197,563 | 377,470 | 398,346 |
| 51. Wyoming.....WY | L | (657) | (151) | 21,962 | 472,531 | 195,684 | 338,639 |
| 52. American Samoa.....AS | N | | | | | | |
| 53. Guam.....GU | N | | | | | 5,670 | 7,923 |
| 54. Puerto Rico.....PR | L | | | | | 2,483 | 5,365 |
| 55. US Virgin Islands.....VI | E | | | | | 18,195 | 18,491 |
| 56. Northern Mariana Islands.....MP | N | | | | | | |
| 57. Canada.....CN | L | | | 72,732 | 535,280 | 2,624,549 | 2,816,998 |
| 58. Aggregate Other Alien.....OT | XXX | 0 | 0 | 0 | 0 | 0 | 0 |
| 59. Totals..... | (a) 52 | 435,951,186 | 400,040,210 | 259,931,080 | 225,301,298 | 338,978,303 | 321,552,705 |

DETAILS OF WRITE-INS

| | | | | | | | |
|---|-----|---|---|---|---|---|---|
| 5801. | XXX | | | | | | |
| 5802. | XXX | | | | | | |
| 5803. | XXX | | | | | | |
| 5898. Summary of remaining write-ins for Line 58 from overflow page..... | XXX | 0 | 0 | 0 | 0 | 0 | 0 |
| 5899. Totals (Lines 5801 thru 5803 + Line 5898) (Line 58 above)..... | XXX | 0 | 0 | 0 | 0 | 0 | 0 |

(L) - Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) - Registered - Non-domiciled RRGs; (Q) - Qualified - Qualified or Accredited Reinsurer;

(E) - Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) - None of the above - Not allowed to write business in the state.

(a) Insert the number of L responses except for Canada and Other Alien.

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 | 11 | 12 | 13 | 14 | 15 |
|----------------|------------------------------------|-------------------|-------------------|--------------|------------|--|---|----------------------|----------------------------------|--|--|--|--|-----------|
| Group Code | Group Name | NAIC Company Code | Federal ID Number | Federal RSSD | CIK | Name of Securities Exchange if Publicly Traded (U.S. or International) | Names of Parent, Subsidiaries or Affiliates | Domiciliary Location | Relationship to Reporting Entity | Directly Controlled by (Name of Entity/Person) | Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other) | If Control is Ownership Provide Percentage | Ultimate Controlling Entity(ies)/Person(s) | * |
| Members | | | | | | | | | | | | | | |
| 0155..... | The Progressive Insurance Group... | 00000..... | 34-0963169 | | 0000080661 | New York Stock Exchange.. | The Progressive Corporation..... | OH..... | UIP..... | Board, Management..... | Board..... | | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 00000..... | 83-0371533 | | | | Drive Insurance Holdings, Inc..... | DE..... | UDP..... | The Progressive Corporation..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 11410..... | 68-0004572 | | | | Drive New Jersey Insurance Company..... | NJ..... | IA..... | Drive Insurance Holdings, Inc..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 24252..... | 34-1094197 | | | | Progressive American Insurance Company..... | OH..... | IA..... | Drive Insurance Holdings, Inc..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 17350..... | 31-1193845 | | | | Progressive Bayside Insurance Company..... | OH..... | IA..... | Drive Insurance Holdings, Inc..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 24260..... | 34-6513736 | | | | Progressive Casualty Insurance Company..... | OH..... | | Drive Insurance Holdings, Inc..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 00000..... | 34-1576555 | | | | PC Investment Company..... | DE..... | DS..... | Progressive Casualty Insurance Company..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 29203..... | 74-1082840 | | | | Progressive County Mutual Insurance Company..... | TX..... | IA..... | Progressive Casualty Insurance Company..... | Management..... | | The Progressive Corporation. | 2, 3..... |
| 0155..... | The Progressive Insurance Group... | 42412..... | 34-1374634 | | | | Progressive Gulf Insurance Company..... | OH..... | DS..... | Progressive Casualty Insurance Company..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 32786..... | 34-1172685 | | | | Progressive Specialty Insurance Company..... | OH..... | DS..... | Progressive Casualty Insurance Company..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 00000..... | | | | | Trussville/Cahaba, AL , LLC..... | OH..... | NIA..... | Progressive Specialty Insurance Company..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 42994..... | 39-1453002 | | | | Progressive Classic Insurance Company..... | WI..... | IA..... | Drive Insurance Holdings, Inc..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 00000..... | 20-2625201 | | | | Progressive DLP Corp..... | OH..... | NIA..... | Drive Insurance Holdings, Inc..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 10067..... | 99-0311930 | | | | Progressive Hawaii Insurance Corp..... | OH..... | IA..... | Drive Insurance Holdings, Inc..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 10187..... | 34-1787734 | | | | Progressive Michigan Insurance Company..... | MI..... | IA..... | Drive Insurance Holdings, Inc..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 35190..... | 93-0935623 | | | | Progressive Mountain Insurance Company..... | OH..... | IA..... | Drive Insurance Holdings, Inc..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 38628..... | 34-1318335 | | | | Progressive Northern insurance Company..... | WI..... | IA..... | Drive Insurance Holdings, Inc..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 42919..... | 91-1187829 | | | | Progressive Northwestern Insurance Company..... | OH..... | IA..... | Drive Insurance Holdings, Inc..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 37834..... | 34-1287020 | | | | Progressive Preferred Insurance Company..... | OH..... | IA..... | Drive Insurance Holdings, Inc..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 10050..... | 72-1269745 | | | | Progressive Security Insurance Company..... | LA..... | IA..... | Drive Insurance Holdings, Inc..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 38784..... | 59-1951700 | | | | Progressive Southeastern Insurance Company..... | IN..... | IA..... | Drive Insurance Holdings, Inc..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 27804..... | 95-2676519 | | | | Progressive West Insurance Company..... | OH..... | IA..... | Drive Insurance Holdings, Inc..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 00000..... | 27-2393886 | | | | Progressive Commercial Advantage Agency, Inc..... | OH..... | NIA..... | Drive Insurance Holdings, Inc..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 00000..... | 20-1583033 | | | | Progressive Commercial Holdings, Inc..... | DE..... | NIA..... | The Progressive Corporation..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 10194..... | 59-3213819 | | | | Artisan and Truckers Casualty Company..... | WI..... | IA..... | Progressive Commercial Holdings, Inc..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 10243..... | 06-0281045 | | | | National Continental Insurance Company..... | NY..... | IA..... | Progressive Commercial Holdings, Inc..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 12879..... | 20-4093467 | | | | Progressive Commercial Casualty Company..... | OH..... | IA..... | Progressive Commercial Holdings, Inc..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 10193..... | 59-3213719 | | | | Progressive Express Insurance Company..... | OH..... | IA..... | Progressive Commercial Holdings, Inc..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 11770..... | 36-3298008 | | | | United Financial Casualty Company..... | OH..... | IA..... | Progressive Commercial Holdings, Inc..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 00000..... | 83-0371538 | | | | Progressive Direct Holdings, Inc..... | DE..... | NIA..... | The Progressive Corporation..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 44180..... | 23-2599971 | | | | Mountain Laurel Assurance Company..... | OH..... | IA..... | Progressive Direct Holdings, Inc..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 11851..... | 62-0484104 | | | | Progressive Advanced Insurance Company..... | OH..... | IA..... | Progressive Direct Holdings, Inc..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 00000..... | 58-1772717 | | | | Progressive Auto Pro Insurance Agency, Inc..... | FL..... | NIA..... | Progressive Direct Holdings, Inc..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 44288..... | 62-1444848 | | | | Progressive Choice Insurance Company..... | OH..... | IA..... | Progressive Direct Holdings, Inc..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 16322..... | 34-1524319 | | | | Progressive Direct Insurance Company..... | OH..... | IA..... | Progressive Direct Holdings, Inc..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 00000..... | | | | | Gadsden, AL, LLC..... | OH..... | NIA..... | Progressive Direct Insurance Company..... | Ownership..... | 100.000 | The Progressive Corporation. | 1, 3..... |

Q12

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 | 11 | 12 | 13 | 14 | 15 |
|------------|------------------------------------|-------------------|-------------------|--------------|-----|--|--|----------------------|----------------------------------|--|--|--|--|-----------|
| Group Code | Group Name | NAIC Company Code | Federal ID Number | Federal RSSD | CIK | Name of Securities Exchange if Publicly Traded (U.S. or International) | Names of Parent, Subsidiaries or Affiliates | Domiciliary Location | Relationship to Reporting Entity | Directly Controlled by (Name of Entity/Person) | Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other) | If Control is Ownership Provide Percentage | Ultimate Controlling Entity(ies)/Person(s) | * |
| 0155..... | The Progressive Insurance Group... | 12302..... | 20-3187886 | | | | Progressive Freedom Insurance Company..... | NJ..... | IA..... | Progressive Direct Holdings, Inc..... | Ownership..... | ...100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 14800..... | 22-2404709 | | | | Progressive Garden State Insurance Company..... | NJ..... | IA..... | Progressive Direct Holdings, Inc..... | Ownership..... | ...100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 37605..... | 33-0350911 | | | | Progressive Marathon Insurance Company..... | MI..... | IA..... | Progressive Direct Holdings, Inc..... | Ownership..... | ...100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 24279..... | 34-0472535 | | | | Progressive Max Insurance Company..... | OH..... | IA..... | Progressive Direct Holdings, Inc..... | Ownership..... | ...100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 44695..... | 86-0686869 | | | | Progressive Paloverde Insurance Company..... | IN..... | IA..... | Progressive Direct Holdings, Inc..... | Ownership..... | ...100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 21735..... | 36-3789786 | | | | Progressive Premier Insurance Company of Illinois..... | OH..... | IA..... | Progressive Direct Holdings, Inc..... | Ownership..... | ...100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 10192..... | 59-3213815 | | | | Progressive Select Insurance Company..... | OH..... | IA..... | Progressive Direct Holdings, Inc..... | Ownership..... | ...100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 00000..... | 34-1804869 | | | | Progressive Specialty Insurance Agency, Inc..... | OH..... | NIA..... | Progressive Direct Holdings, Inc..... | Ownership..... | ...100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 21727..... | 36-3789787 | | | | Progressive Universal Insurance Company..... | WI..... | IA..... | Progressive Direct Holdings, Inc..... | Ownership..... | ...100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 00000..... | 99-0311966 | | | | Garden Sun Insurance Services, ilc..... | HI..... | NIA..... | The Progressive Corporation..... | Ownership..... | ...100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 00000..... | 95-2706008 | | | | Pacific Motor Club..... | CA..... | NIA..... | The Progressive Corporation..... | Ownership..... | ...100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 00000..... | 11-3203413 | | | | PROGNY Agency, Inc..... | NY..... | NIA..... | The Progressive Corporation..... | Ownership..... | ...100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 00000..... | 34-1574447 | | | | Progressive Adjusting Company, Inc..... | OH..... | NIA..... | The Progressive Corporation..... | Ownership..... | ...100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 00000..... | 13-3673368 | | | | Progressive Capital Management Corp..... | NY..... | NIA..... | The Progressive Corporation..... | Ownership..... | ...100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 00000..... | 34-1378861 | | | | Progressive Investment Company, Inc..... | DE..... | NIA..... | The Progressive Corporation..... | Ownership..... | ...100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 00000..... | 34-6530101 | | | | Progressive Premium Budget, Inc..... | OH..... | NIA..... | The Progressive Corporation..... | Ownership..... | ...100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 00000..... | 34-1574448 | | | | Progressive RSC, Inc..... | OH..... | NIA..... | The Progressive Corporation..... | Ownership..... | ...100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 00000..... | 20-2702408 | | | | Progressive Vehicle Service Company..... | OH..... | NIA..... | The Progressive Corporation..... | Ownership..... | ...100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 00000..... | 51-0295493 | | | | Village Transport Corp..... | DE..... | NIA..... | The Progressive Corporation..... | Ownership..... | ...100.000 | The Progressive Corporation. | 1, 3..... |
| 0155..... | The Progressive Insurance Group... | 00000..... | 34-1324270 | | | | Wilson Mills Land Co..... | OH..... | NIA..... | The Progressive Corporation..... | Ownership..... | ...100.000 | The Progressive Corporation. | 1, 3..... |

Q12.1

| Asterisk | Explanation |
|----------|--|
| 1 | Schedule Y Part 1A is a common schedule for all companies in The Progressive Insurance Group, however column 10 requires specific relationship information relative to the reporting entity. |
| 2 | Progressive County Mutual Insurance Company is a Texas county mutual insurance company that is controlled, but not owned by Progressive Casualty Insurance Company. |
| 3 | None of the companies in The Progressive Insurance Group are Federally chartered or insured institutions and therefore, do not have Federal RSSD numbers. |

**PROGRESSIVE CASUALTY INSURANCE COMPANY
PART 1 - LOSS EXPERIENCE**

| Lines of Business | Current Year to Date | | | 4 Prior Year to Date Direct Loss Percentage |
|--|--------------------------------|--------------------------------|--------------------------------|--|
| | 1 Direct Premiums Earned | 2 Direct Losses Incurred | 3 Direct Loss Percentage | |
| 1. Fire..... | | | | 0.0 |
| 2. Allied lines..... | | | | 0.0 |
| 3. Farmowners multiple peril..... | | | | 0.0 |
| 4. Homeowners multiple peril..... | 7,654,791 | 4,682,376 | 61.2 | 74.3 |
| 5. Commercial multiple peril..... | | | | 0.0 |
| 6. Mortgage guaranty..... | | | | 0.0 |
| 8. Ocean marine..... | | | | 0.0 |
| 9. Inland marine..... | 15,459,488 | 6,269,112 | 40.6 | 52.4 |
| 10. Financial guaranty..... | | | | 0.0 |
| 11.1. Medical professional liability - occurrence..... | | | | 0.0 |
| 11.2. Medical professional liability - claims-made..... | 14,925 | (4) | (0.0) | (0.0) |
| 12. Earthquake..... | | | | 0.0 |
| 13. Group accident and health..... | | | | 0.0 |
| 14. Credit accident and health..... | | | | 0.0 |
| 15. Other accident and health..... | | | | 0.0 |
| 16. Workers' compensation..... | | 78,990 | 0.0 | 0.0 |
| 17.1. Other liability-occurrence..... | 8,100,777 | 1,408,298 | 17.4 | 23.6 |
| 17.2. Other liability-claims made..... | 5,095,359 | 5,464,950 | 107.3 | 54.8 |
| 17.3. Excess workers' compensation..... | | | | 0.0 |
| 18.1. Products liability-occurrence..... | | | | 0.0 |
| 18.2. Products liability-claims made..... | | | | 0.0 |
| 19.1, 19.2. Private passenger auto liability..... | 240,837,009 | 153,529,843 | 63.7 | 58.8 |
| 19.3, 19.4. Commercial auto liability..... | 18,391,310 | 9,744,146 | 53.0 | 73.8 |
| 21. Auto physical damage..... | 121,814,428 | 80,495,980 | 66.1 | 61.2 |
| 22. Aircraft (all perils)..... | | | | 0.0 |
| 23. Fidelity..... | 1,767,485 | 1,998,734 | 113.1 | 60.6 |
| 24. Surety..... | 150,860 | (37,614) | (24.9) | (12.9) |
| 26. Burglary and theft..... | | | | 0.0 |
| 27. Boiler and machinery..... | | | | 0.0 |
| 28. Credit..... | | | | 0.0 |
| 29. International..... | | | | 0.0 |
| 30. Warranty..... | | | | 0.0 |
| 31. Reinsurance-nonproportional assumed property..... | XXX | XXX | XXX | XXX |
| 32. Reinsurance-nonproportional assumed liability..... | XXX | XXX | XXX | XXX |
| 33. Reinsurance-nonproportional assumed financial lines..... | XXX | XXX | XXX | XXX |
| 34. Aggregate write-ins for other lines of business..... | 0 | 0 | 0.0 | 0.0 |
| 35. Totals..... | 419,286,432 | 263,634,811 | 62.9 | 59.2 |

DETAILS OF WRITE-INS

| | | | | |
|---|---|---|-----|-----|
| 3401..... | | | 0.0 | |
| 3402..... | | | 0.0 | |
| 3403..... | | | 0.0 | |
| 3498. Sum. of remaining write-ins for Line 34 from overflow page..... | 0 | 0 | 0.0 | XXX |
| 3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34)..... | 0 | 0 | 0.0 | |

PART 2 - DIRECT PREMIUMS WRITTEN

| Lines of Business | 1 | 2 | 3 |
|--|--------------------|-------------------------|----------------------------|
| | Current Quarter | Current Year to Date | Prior Year Year to Date |
| 1. Fire..... | | | |
| 2. Allied lines..... | | | |
| 3. Farmowners multiple peril..... | | | |
| 4. Homeowners multiple peril..... | 4,124,931 | 7,398,806 | 7,642,910 |
| 5. Commercial multiple peril..... | | | |
| 6. Mortgage guaranty..... | | | |
| 8. Ocean marine..... | | | |
| 9. Inland marine..... | 12,574,017 | 18,700,460 | 18,423,067 |
| 10. Financial guaranty..... | | | |
| 11.1. Medical professional liability - occurrence..... | | | |
| 11.2. Medical professional liability - claims made..... | | 30,000 | 30,000 |
| 12. Earthquake..... | | | |
| 13. Group accident and health..... | | | |
| 14. Credit accident and health..... | | | |
| 15. Other accident and health..... | | | |
| 16. Workers' compensation..... | | | |
| 17.1. Other liability-occurrence..... | 5,376,205 | 8,135,544 | 9,776,510 |
| 17.2. Other liability-claims made..... | (407,431) | (729,483) | 3,617,894 |
| 17.3. Excess workers' compensation..... | | | |
| 18.1. Products liability-occurrence..... | | | |
| 18.2. Products liability-claims made..... | | | |
| 19.1 19.2. Private passenger auto liability..... | 124,183,703 | 252,570,554 | 224,602,484 |
| 19.3 19.4. Commercial auto liability..... | 11,125,558 | 20,610,450 | 18,855,666 |
| 21. Auto physical damage..... | 65,249,909 | 129,490,387 | 115,892,885 |
| 22. Aircraft (all perils)..... | | | |
| 23. Fidelity..... | (99,654) | (268,989) | 1,167,685 |
| 24. Surety..... | 3,007 | 13,458 | 31,110 |
| 26. Burglary and theft..... | | | |
| 27. Boiler and machinery..... | | | |
| 28. Credit..... | | | |
| 29. International..... | | | |
| 30. Warranty..... | | | |
| 31. Reinsurance-nonproportional assumed property..... | XXX | XXX | XXX |
| 32. Reinsurance-nonproportional assumed liability..... | XXX | XXX | XXX |
| 33. Reinsurance-nonproportional assumed financial lines..... | XXX | XXX | XXX |
| 34. Aggregate write-ins for other lines of business..... | 0 | 0 | 0 |
| 35. Totals..... | 222,130,245 | 435,951,187 | 400,040,211 |

DETAILS OF WRITE-INS

| | | | |
|---|---|---|---|
| 3401..... | | | |
| 3402..... | | | |
| 3403..... | | | |
| 3498. Sum. of remaining write-ins for Line 34 from overflow page..... | 0 | 0 | 0 |
| 3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34)..... | 0 | 0 | 0 |

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

| | 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 | 11 | 12 | 13 |
|--|---|---|--|--|--|--|---|--|--------------------------------------|--|---|---|--|
| Years in Which Losses Occurred | Prior Year-End Known Case Loss and LAE Reserves | Prior Year-End IBNR Loss and LAE Reserves | Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2) | 2012 Loss and LAE Payments on Claims Reported as of Prior Year-End | 2012 Loss and LAE Payments on Claims Unreported as of Prior Year-End | Total 2012 Loss and LAE Payments (Cols. 4 + 5) | Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year-End | Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year-End | Q.S. Date IBNR Loss and LAE Reserves | Total Q.S. Loss and LAE Reserves (Cols. 7 + 8 + 9) | Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 4 + 7 minus Col. 1) | Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 5 + 8 + 9 minus Col. 2) | Prior Year-End Total Loss and LAE Reserve Developed (Savings)/Deficiency (Cols. 11 + 12) |
| 1. 2009 + Prior..... | 282,203 | 61,329 | 343,532 | 100,229 | 3,475 | 103,704 | 180,042 | 9,905 | 41,634 | 231,581 | (1,932) | (6,315) | (8,247) |
| 2. 2010..... | 328,597 | 74,864 | 403,461 | 111,698 | 7,766 | 119,464 | 216,070 | 25,082 | 48,436 | 289,588 | (829) | 6,420 | 5,591 |
| 3. Subtotals 2010 + Prior..... | 610,800 | 136,193 | 746,993 | 211,927 | 11,241 | 223,168 | 396,112 | 34,988 | 90,069 | 521,169 | (2,761) | 105 | (2,656) |
| 4. 2011..... | 722,471 | 224,781 | 947,251 | 330,208 | 47,156 | 377,364 | 405,009 | 75,825 | 117,023 | 597,857 | 12,747 | 15,223 | 27,970 |
| 5. Subtotals 2011 + Prior..... | 1,333,271 | 360,973 | 1,694,244 | 542,135 | 58,396 | 600,532 | 801,121 | 110,812 | 207,093 | 1,119,026 | 9,986 | 15,328 | 25,314 |
| 6. 2012..... | XXX | XXX | XXX | XXX | 920,703 | 920,703 | XXX | 482,931 | 172,247 | 655,178 | XXX | XXX | XXX |
| 7. Totals..... | 1,333,271 | 360,973 | 1,694,244 | 542,135 | 979,100 | 1,521,235 | 801,121 | 593,743 | 379,340 | 1,774,204 | 9,986 | 15,328 | 25,314 |
| 8. Prior Year-End's Surplus As Regards Policyholders | 1,359,871 | | | | | | | | | | Col. 11, Line 7 As % of Col. 1, Line 7 | Col. 12, Line 7 As % of Col. 2, Line 7 | Col. 13, Line 7 As % of Col. 3, Line 7 |
| | | | | | | | | | | | 1. ....0.7 % | 2. ....4.2 % | 3. ....1.5 % |
| | | | | | | | | | | | | | Col. 13, Line 7 Line 8 |
| | | | | | | | | | | | | | 4. ....1.9 % |

Q14

PROGRESSIVE CASUALTY INSURANCE COMPANY SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of NO to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason, enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

| | Response |
|---|----------|
| 1. Will the Trusteed Surplus Statement be filed with the state of domicile and the NAIC with this statement? | NO |
| 2. Will Supplement A to Schedule T (Medical Professional Liability Supplement) be filed with this statement? | YES |
| 3. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement? | NO |
| 4. Will the Director and Officer Supplement be filed with the state of domicile and the NAIC with this statement? | YES |

Explanation:

- 1.
- 2.
- 3.
- 4.

Bar Code:



Statement for June 30, 2012 of the **PROGRESSIVE CASUALTY INSURANCE COMPANY**
Overflow Page for Write-Ins

Additional Write-ins for Assets:

| | Current Statement Date | | | 4 December 31, Prior Year Net Admitted Assets |
|---|------------------------|----------------------------|--|--|
| | 1 Assets | 2 Nonadmitted Assets | 3 Net Admitted Assets (Cols. 1 - 2) | |
| 2504. AIPSO SUPPLEMENTAL CAIP SERVICING FEE RECEIVABLE..... | 772,186 | | 772,186 | 867,109 |
| 2505. PLIGA RECEIVABLE..... | 354 | | 354 | 9,072 |
| 2506. PREPAID EXPENSES..... | 60,703,451 | 60,703,451 | 0 | |
| 2507. MISCELLANEOUS OTHER ASSETS..... | 3,480,706 | 3,480,706 | 0 | |
| 2597. Summary of remaining write-ins for Line 25..... | 64,956,697 | 64,184,157 | 772,540 | 876,181 |

Additional Write-ins for Statement of Income:

| | 1 Current Year to Date | 2 Prior Year to Date | 3 Prior Year Ended December 31 |
|---|------------------------------|----------------------------|--------------------------------------|
| 1404. INTEREST EXPENSE ON INTERCOMPANY BALANCES..... | (339,375) | (368,193) | (493,526) |
| 1497. Summary of remaining write-ins for Line 14..... | (339,375) | (368,193) | (493,526) |

**PROGRESSIVE CASUALTY INSURANCE COMPANY
SCHEDULE A - VERIFICATION**

Real Estate

| | 1 Year to Date | 2 Prior Year Ended December 31 |
|---|-------------------|--------------------------------------|
| 1. Book/adjusted carrying value, December 31 of prior year..... | 482,458,773 | 490,091,498 |
| 2. Cost of acquired: | | |
| 2.1 Actual cost at time of acquisition..... | 6,013,436 | |
| 2.2 Additional investment made after acquisition..... | 7,751,836 | 11,059,369 |
| 3. Current year change in encumbrances..... | | |
| 4. Total gain (loss) on disposals..... | | |
| 5. Deduct amounts received on disposals..... | | |
| 6. Total foreign exchange change in book/adjusted carrying value..... | | |
| 7. Deduct current year's other than temporary impairment recognized..... | 256,590 | 4,493,963 |
| 8. Deduct current year's depreciation..... | 7,234,492 | 14,198,131 |
| 9. Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8)..... | 488,732,962 | 482,458,773 |
| 10. Deduct total nonadmitted amounts..... | | |
| 11. Statement value at end of current period (Line 9 minus Line 10)..... | 488,732,962 | 482,458,773 |

SCHEDULE B - VERIFICATION

Mortgage Loans

| | 1 Year to Date | 2 Prior Year Ended December 31 |
|--|-------------------|--------------------------------------|
| 1. Book value/recorded investment excluding accrued interest, December 31 of prior year..... | 0 | |
| 2. Cost of acquired: | | |
| 2.1 Actual cost at time of acquisition..... | | |
| 2.2 Additional investment made after acquisition..... | | |
| 3. Capitalized deferred interest and other..... | | |
| 4. Accrual of discount..... | | |
| 5. Unrealized valuation increase (decrease)..... | | |
| 6. Total gain (loss) on disposals..... | | |
| 7. Deduct amounts received on disposals..... | | |
| 8. Deduct amortization of premium and mortgage interest points and commitment fees..... | | |
| 9. Total foreign exchange change in book value/recorded investment excluding accrued interest..... | | |
| 10. Deduct current year's other than temporary impairment recognized..... | | |
| 11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)..... | 0 | 0 |
| 12. Total valuation allowance..... | | |
| 13. Subtotal (Line 11 plus Line 12)..... | 0 | 0 |
| 14. Deduct total nonadmitted amounts..... | | |
| 15. Statement value at end of current period (Line 13 minus Line 14)..... | 0 | 0 |

NONE

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

| | 1 Year to Date | 2 Prior Year Ended December 31 |
|---|-------------------|--------------------------------------|
| 1. Book/adjusted carrying value, December 31 of prior year..... | 102,480 | 102,480 |
| 2. Cost of acquired: | | |
| 2.1 Actual cost at time of acquisition..... | | |
| 2.2 Additional investment made after acquisition..... | | |
| 3. Capitalized deferred interest and other..... | | |
| 4. Accrual of discount..... | | |
| 5. Unrealized valuation increase (decrease)..... | | |
| 6. Total gain (loss) on disposals..... | | |
| 7. Deduct amounts received on disposals..... | | |
| 8. Deduct amortization of premium and depreciation..... | | |
| 9. Total foreign exchange change in book/adjusted carrying value..... | | |
| 10. Deduct current year's other than temporary impairment recognized..... | | |
| 11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)..... | 102,480 | 102,480 |
| 12. Deduct total nonadmitted amounts..... | 100,000 | 100,000 |
| 13. Statement value at end of current period (Line 11 minus Line 12)..... | 2,480 | 2,480 |

SCHEDULE D - VERIFICATION

Bonds and Stocks

| | 1 Year to Date | 2 Prior Year Ended December 31 |
|--|-------------------|--------------------------------------|
| 1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year..... | 3,155,960,498 | 2,986,268,515 |
| 2. Cost of bonds and stocks acquired..... | 597,902,223 | 1,602,554,414 |
| 3. Accrual of discount..... | 2,377,804 | 5,566,590 |
| 4. Unrealized valuation increase (decrease)..... | 124,208,189 | (256,851,772) |
| 5. Total gain (loss) on disposals..... | 6,971,762 | 9,080,537 |
| 6. Deduct consideration for bonds and stocks disposed of..... | 212,881,217 | 1,125,137,719 |
| 7. Deduct amortization of premium..... | 26,599,248 | 64,347,660 |
| 8. Total foreign exchange change in book/adjusted carrying value..... | | |
| 9. Deduct current year's other than temporary impairment recognized..... | 1,487,562 | 1,172,407 |
| 10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)..... | 3,646,452,449 | 3,155,960,498 |
| 11. Deduct total nonadmitted amounts..... | | |
| 12. Statement value at end of current period (Line 10 minus Line 11)..... | 3,646,452,449 | 3,155,960,498 |

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity
During the Current Quarter for all Bonds and Preferred Stock by Rating Class

| | 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 |
|--|---|-------------------------------------|-------------------------------------|---|---|--|---|---|
| | Book/Adjusted Carrying Value Beginning of Current Quarter | Acquisitions During Current Quarter | Dispositions During Current Quarter | Non-Trading Activity During Current Quarter | Book/Adjusted Carrying Value End of First Quarter | Book/Adjusted Carrying Value End of Second Quarter | Book/Adjusted Carrying Value End of Third Quarter | Book/Adjusted Carrying Value December 31 Prior Year |
| BONDS | | | | | | | | |
| 1. Class 1 (a)..... | 2,051,738,415 | 37,609,358,962 | 37,602,474,187 | (12,099,574) | 2,051,738,415 | 2,046,523,616 | | 1,478,859,162 |
| 2. Class 2 (a)..... | 295,672,793 | 72,153,139 | 39,319,683 | 98,610 | 295,672,793 | 328,604,859 | | 303,927,815 |
| 3. Class 3 (a)..... | 20,635,054 | | 18,803 | 149,414 | 20,635,054 | 20,765,665 | | 14,668,028 |
| 4. Class 4 (a)..... | 1,157,895 | | 39,173 | (76,170) | 1,157,895 | 1,042,552 | | 933,197 |
| 5. Class 5 (a)..... | 427,699 | | | 44,349 | 427,699 | 472,048 | | |
| 6. Class 6 (a)..... | | | | | | | | |
| 7. Total Bonds..... | 2,369,631,856 | 37,681,512,101 | 37,641,851,846 | (11,883,371) | 2,369,631,856 | 2,397,408,740 | 0 | 1,798,388,202 |
| PREFERRED STOCK | | | | | | | | |
| 8. Class 1..... | | | | | | | | |
| 9. Class 2..... | | | | | | | | |
| 10. Class 3..... | | | | | | | | |
| 11. Class 4..... | | | | | | | | |
| 12. Class 5..... | | | | | | | | |
| 13. Class 6..... | | | | | | | | |
| 14. Total Preferred Stock..... | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| 15. Total Bonds and Preferred Stock..... | 2,369,631,856 | 37,681,512,101 | 37,641,851,846 | (11,883,371) | 2,369,631,856 | 2,397,408,740 | 0 | 1,798,388,202 |

QSI02

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation:
 NAIC 1 \$.....0; NAIC 2 \$.....0; NAIC 3 \$.....0; NAIC 4 \$.....0; NAIC 5 \$.....0; NAIC 6 \$.....0.

SCHEDULE DA - PART 1

Short-Term Investments

| | 1 Book/Adjusted Carrying Value | 2 Par Value | 3 Actual Cost | 4 Interest Collected Year To Date | 5 Paid for Accrued Interest Year To Date |
|----------------------|--------------------------------------|----------------|---------------------|---|--|
| 9199999. Totals..... |53,777,542 |XXX..... |53,777,542 |18,057 |5,947 |

SCHEDULE DA - VERIFICATION

Short-Term Investments

| | 1 Year to Date | 2 Prior Year Ended December 31 |
|--|-------------------|--------------------------------------|
| 1. Book/adjusted carrying value, December 31 of prior year..... |177,004,559 |5,881,644 |
| 2. Cost of short-term investments acquired..... |240,831,378 |1,423,906,327 |
| 3. Accrual of discount..... | ..... | ..... |
| 4. Unrealized valuation increase (decrease)..... | ..... | ..... |
| 5. Total gain (loss) on disposals..... | ..... | ..... |
| 6. Deduct consideration received on disposals..... |364,058,395 |1,252,783,412 |
| 7. Deduct amortization of premium..... | ..... | ..... |
| 8. Total foreign exchange change in book/adjusted carrying value..... | ..... | ..... |
| 9. Deduct current year's other than temporary impairment recognized..... | ..... | ..... |
| 10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)..... |53,777,542 |177,004,559 |
| 11. Deduct total nonadmitted amounts..... | ..... | ..... |
| 12. Statement value at end of current period (Line 10 minus Line 11)..... |53,777,542 |177,004,559 |

**Sch. DB-Pt A-Verification
NONE**

**Sch. DB-Pt B-Verification
NONE**

**Sch. DB-Pt C-Sn 1
NONE**

**Sch. DB-Pt C-Sn 2
NONE**

**Sch. DB-Verification
NONE**

SCHEDULE E- VERIFICATION

Cash Equivalents

| | 1 Year to Date | 2 Prior Year Ended December 31 |
|--|-------------------|--------------------------------------|
| 1. Book/adjusted carrying value, December 31 of prior year..... | 308,350,110 | 413,521,302 |
| 2. Cost of cash equivalents acquired..... | 73,197,420,518 | 128,248,682,951 |
| 3. Accrual of discount..... | 132,095 | 135,831 |
| 4. Unrealized valuation increase (decrease)..... | | |
| 5. Total gain (loss) on disposals..... | | 321 |
| 6. Deduct consideration received on disposals..... | 72,782,719,082 | 128,353,836,265 |
| 7. Deduct amortization of premium..... | | 154,030 |
| 8. Total foreign exchange change in book/ adjusted carrying value..... | | |
| 9. Deduct current year's other than temporary impairment recognized..... | | |
| 10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)..... | 723,183,641 | 308,350,110 |
| 11. Deduct total nonadmitted amounts..... | | |
| 12. Statement value at end of current period (Line 10 minus Line 11)..... | 723,183,641 | 308,350,110 |

SCHEDULE A - PART 2

Showing all Real Estate ACQUIRED AND ADDITIONS MADE During the Current Quarter

| 1 Description of Property | Location | | 4 Date Acquired | 5 Name of Vendor | 6 Actual Cost at Time of Acquisition | 7 Amount of Encumbrances | 8 Book/Adjusted Carrying Value Less Encumbrances | 9 Additional Investment Made After Acquisition |
|---|-----------------------|------------|--------------------|---------------------|---|-----------------------------|---|---|
| | 2 City | 3 State | | | | | | |
| Acquired by Purchase | | | | | | | | |
| CAMPUS II HOME OFFICE COMPLEX..... | Mayfield Village..... | OH..... | 03/27/1998 | | | | | 242,740 |
| TIGARD OFFICE BUILDING..... | Tigard..... | OR..... | 03/13/1998 | | | | | 18,560 |
| SOM DATA CENTER..... | Mayfield Village..... | OH..... | 03/27/1998 | | | | | 113,990 |
| PHOENIX 1 SERVICE CENTER..... | Phoenix..... | AZ..... | 07/27/2005 | | | | | 3,200 |
| HARTFORD 3 (BRIDGEPORT) SERVICE CENTER & CLAIMS OFFICE..... | Milford..... | CT..... | 02/15/2006 | | | | | 4,105 |
| WASHINGTON DC IN MD SERVICE CENTER..... | Silver Spring..... | MD..... | 01/05/2006 | | | | | 87,343 |
| DETROIT 2 SERVICE CENTER..... | Sterling Heights..... | MI..... | 12/01/2005 | | | | | 1,934 |
| ALBANY 1 SERVICE CENTER..... | Colonie..... | NY..... | 09/21/2005 | | | | | (8,725) |
| CLEVELAND 4 SERVICE CENTER..... | Akron..... | OH..... | 04/11/2006 | | | | | 38,900 |
| PHILADELPHIA 2 (WEST) SERVICE CENTER..... | Malvern..... | PA..... | 05/14/2007 | | | | | 189,034 |
| PROVIDENCE 2 SERVICE CENTER..... | Johnston..... | RI..... | 05/23/2006 | | | | | 101,453 |
| DALLAS FT. WORTH 2 SERVICE CENTER..... | Mesquite..... | TX..... | 08/15/2005 | | | | | 2,122 |
| NEW ORLEANS SERVICE CENTER..... | Metairie..... | LA..... | 12/23/2005 | | | | | 87 |
| NEW JERSEY NORTH SERVICE CENTER..... | Rutherford..... | NJ..... | 11/21/2007 | | | | | (6,215) |
| NEW JERSEY SOUTH SERVICE CENTER..... | South Plainfield..... | NJ..... | 01/25/2010 | | | | | 142,124 |
| CINCINNATI 2 (SHARONVILLE) SERVICE CENTER..... | Cincinnati..... | OH..... | 09/22/2005 | | | | | 479,933 |
| ST. LOUIS 1 SERVICE CENTER..... | Bridgeton..... | MO..... | 09/30/2005 | | | | | 47,297 |
| WASHINGTON DC IN VA SERVICE CENTER..... | Springfield..... | VA..... | 03/29/2007 | | | | | 1,093,229 |
| COLUMBUS SERVICE CENTER..... | Columbus..... | OH..... | 08/21/2007 | | | | | 94,680 |
| LOS ANGELES 6 SERVICE CENTER..... | Pasadena..... | CA..... | 02/29/2012 | | | | | 305,167 |
| 0199999. Totals..... | | | | | 0 | 0 | 0 | 2,950,958 |
| 0399999. Totals..... | | | | | 0 | 0 | 0 | 2,950,958 |

QE01

SCHEDULE A - PART 3

Showing all Real Estate DISPOSED During the Quarter, Including Payments During the Final Year on "Sales Under Contract "

| 1 Description of Property | Location | | 4 Disposal Date | 5 Name of Purchaser | 6 Actual Cost | 7 Expended for Additions, Permanent Improvements and Changes in Encumbrances | 8 Change in Book/Adjusted Carrying Value Less Encumbrances | | | | | 14 Book/Adjusted Carrying Value Less Encumbrances on Disposal | 15 Amounts Received During Year | 16 Foreign Exchange Gain (Loss) on Disposal | 17 Realized Gain (Loss) on Disposal | 18 Total Gain (Loss) on Disposal | 19 Gross Income Earned Less Interest Incurred on Encumbrances | 20 Taxes, Repairs, and Expenses Incurred |
|------------------------------|-----------|------------|--------------------|------------------------|------------------|---|---|---------------------------------------|---|---|--|--|------------------------------------|--|--|-------------------------------------|--|---|
| | 2 City | 3 State | | | | | 9 Current Year's Depreciation | 10 Other Current Year's Impairment | 11 Current Year's Change in Encumbrances | 12 Total Change in B./A.C.V. (11 - 9 - 10) | 13 Total Foreign Exchange Change in B./A.C.V. | | | | | | | |
| NONE | | | | | | | | | | | | | | | | | | |

**Sch. B-Pt 2
NONE**

**Sch. B-Pt 3
NONE**

**Sch. BA-Pt 2
NONE**

**Sch. BA-Pt 3
NONE**

SCHEDULE D - PART 3

Show all Long-Term Bonds and Stock Acquired During the Current Quarter

| 1 CUSIP Identification | 2 Description | 3 Foreign | 4 Date Acquired | 5 Name of Vendor | 6 Number of Shares of Stock | 7 Actual Cost | 8 Par Value | 9 Paid for Accrued Interest and Dividends | 10 NAIC Designation or Market Indicator (a) |
|--|--|--------------|-----------------------|---------------------------|-----------------------------------|------------------|----------------|--|--|
| Bonds - U.S. States, Territories and Possessions | | | | | | | | | |
| 658256 HM 7 | NORTH CAROLINA ST 0.150% 05/01/21 | | 04/04/2012 | Goldman Sachs | | 15,000,000 | 15,000,000 | 516 | 1FE |
| 1799999 | Total - Bonds - U.S. States, Territories & Possessions | | | | | 15,000,000 | 15,000,000 | 516 | XXX |
| Bonds - U.S. Special Revenue and Special Assessment | | | | | | | | | |
| 64986A X9 7 | NEW YORK ST ENVRNMNTL F 5.000% 06/15/20 | | 06/26/2012 | Jefferies & Co | | 24,773,400 | 20,000,000 | | 1FE |
| 88045R YE 6 | TENNESSEE HSG DEV 4.500% 07/01/37 | | 06/28/2012 | Citicorp Securities Inc | | 10,968,900 | 10,000,000 | | 1FE |
| 3199999 | Total - Bonds - U.S. Special Revenue & Special Assessments | | | | | 35,742,300 | 30,000,000 | 0 | XXX |
| Bonds - Industrial and Miscellaneous | | | | | | | | | |
| 00101J AA 4 | ADT CORP 2.250% 07/15/17 | | 06/28/2012 | Various | | 36,063,094 | 35,900,000 | | 2FE |
| 00101J AB 2 | ADT CORP 3.500% 07/15/22 | | 06/27/2012 | Goldman Sachs | | 698,348 | 700,000 | | 2FE |
| 90269P AA 9 | UBSBM 2012-WRM A 3.663% 06/10/30 | | 06/22/2012 | Union Bank of Switzerland | | 10,199,335 | 10,000,000 | 5,088 | 1FE |
| 90269P AG 6 | UBSBM 2012-WRM B 4.163% 06/10/30 | | 06/22/2012 | Union Bank of Switzerland | | 15,299,305 | 15,000,000 | 8,673 | 1FE |
| 907818 CT 3 | UNION PACIFIC CORP 5.375% 05/01/14 | | 04/12/2012 | Morgan Keegan & Co. Inc. | | 2,174,620 | 2,000,000 | 49,569 | 2FE |
| 502441 AA 6 | LVMH MOET HENNESSY LOUI 1.625% 06/29/17 | F | 06/26/2012 | Citicorp Securities Inc | | 19,942,600 | 20,000,000 | | 1FE |
| 92852T AA 0 | VIVENDI SA 2.400% 04/10/15 | F | 04/04/2012 | Various | | 19,014,430 | 19,000,000 | | 2FE |
| 94707V AC 4 | WEATHERFORD INTL 4.500% 04/15/22 | F | 05/21/2012 | Various | | 14,202,647 | 13,990,000 | 39,938 | 2FE |
| 3899999 | Total - Bonds - Industrial & Miscellaneous | | | | | 117,594,379 | 116,590,000 | 103,268 | XXX |
| 8399997 | Total - Bonds - Part 3 | | | | | 168,336,679 | 161,590,000 | 103,784 | XXX |
| 8399999 | Total - Bonds | | | | | 168,336,679 | 161,590,000 | 103,784 | XXX |
| Common Stocks - Industrial and Miscellaneous | | | | | | | | | |
| 30219G 10 8 | EXPRESS SCRIPTS INC | | 04/02/2012 | State Street Bank | 24,234,000 | 866,065 | XXX | | L |
| 49456B 10 1 | KINDER MORGAN INC | | 05/25/2012 | State Street Bank | 20,520,000 | 475,024 | XXX | | L |
| 512807 10 8 | LAM RESEARCH CORP | | 06/05/2012 | Tax Free Exchange | 10,688,000 | 380,415 | XXX | | L |
| 664397 10 6 | NORTHEAST UTILITIES | | 04/10/2012 | Tax Free Exchange | 24,141,000 | 571,015 | XXX | | L |
| 718546 10 4 | PHILLIPS 66 | | 05/01/2012 | Spin Off | 39,939,000 | 736,993 | XXX | | L |
| 002824 10 0 | ABBOTT LABORATORIES | | 05/09/2012 | Beck Mack Oliver | 35,550,000 | 2,171,617 | XXX | | L |
| 071813 10 9 | BAXTER INTERNATIONAL IN | | 06/25/2012 | Beck Mack Oliver | 64,900,000 | 3,351,228 | XXX | | L |
| 110394 10 3 | BRISTOW GROUP INC | | 06/01/2012 | Beck Mack Oliver | 30,350,000 | 1,281,828 | XXX | | L |
| 260003 10 8 | DOVER CORP | | 06/15/2012 | Beck Mack Oliver | 36,900,000 | 2,091,888 | XXX | | L |
| 343412 10 2 | FLUOR CORP | | 06/25/2012 | Beck Mack Oliver | 53,500,000 | 2,644,855 | XXX | | L |
| 527288 10 4 | LEUCADIA NATIONAL CORP | | 06/05/2012 | Beck Mack Oliver | 191,800,000 | 4,291,776 | XXX | | L |
| 548661 10 7 | LOWE'S COMPANIES | | 06/05/2012 | Beck Mack Oliver | 10,500,000 | 301,286 | XXX | | L |
| 58933Y 10 5 | MERCK & CO INC | | 05/18/2012 | Beck Mack Oliver | 24,900,000 | 959,831 | XXX | | L |
| 608554 20 0 | MOLEX INC | | 06/01/2012 | Beck Mack Oliver | 132,900,000 | 2,722,943 | XXX | | L |
| 693366 20 5 | PICO HOLDINGS INC | | 06/21/2012 | Beck Mack Oliver | 62,950,000 | 1,430,069 | XXX | | L |
| 726505 10 0 | PLAINS EXPLORATION & PR | | 06/26/2012 | Beck Mack Oliver | 65,200,000 | 2,235,390 | XXX | | L |
| 902973 30 4 | US BANCORP | | 06/05/2012 | Beck Mack Oliver | 35,550,000 | 1,049,291 | XXX | | L |
| 941848 10 3 | WATERS CORP | | 06/05/2012 | Beck Mack Oliver | 28,100,000 | 2,138,155 | XXX | | L |
| 112585 10 4 | BROOKFIELD ASSET MGMT A | A | 05/18/2012 | Beck Mack Oliver | 81,350,000 | 2,577,871 | XXX | | L |
| 003334 73 7 | NOBLE CORP | F | 06/25/2012 | Beck Mack Oliver | 107,000,000 | 3,489,546 | XXX | | L |

QE04

SCHEDULE D - PART 3

Show all Long-Term Bonds and Stock Acquired During the Current Quarter

| 1 CUSIP Identification | 2 Description | 3 Foreign | 4 Date Acquired | 5 Name of Vendor | 6 Number of Shares of Stock | 7 Actual Cost | 8 Par Value | 9 Paid for Accrued Interest and Dividends | 10 NAIC Designation or Market Indicator (a) |
|------------------------------|---|--------------|-----------------------|-----------------------|-----------------------------------|------------------|----------------|--|--|
| 03524A 10 8 | ANHEUSER-BUSCH INBEV SP..... | F..... | ...04/04/2012 | Beck Mack Oliver..... |1,000.000 |71,249 |XXX..... | ..... | L..... |
| 806857 10 8 | SCHLUMBERGER LTD..... | F..... | ...06/26/2012 | Beck Mack Oliver..... |54,900.000 |3,570,608 |XXX..... | ..... | L..... |
| 864323 10 0 | SUBSEA 7 SA-SPON ADR..... | F..... | ...06/05/2012 | Beck Mack Oliver..... |63,300.000 |1,453,572 |XXX..... | ..... | L..... |
| G0692U 10 9 | AXIS CAPITAL HOLDINGS L..... | F..... | ...06/05/2012 | Beck Mack Oliver..... |119,600.000 |4,019,893 |XXX..... | ..... | L..... |
| G3075P 10 1 | ENSTAR GROUP LTD..... | F..... | ...06/20/2012 | Beck Mack Oliver..... |24,800.000 |2,327,901 |XXX..... | ..... | L..... |
| 9099999. | Total - Common Stocks - Industrial & Miscellaneous..... | | | | |47,210,309 |XXX..... |0 |XXX..... |
| 9799997. | Total - Common Stocks - Part 3..... | | | | |47,210,309 |XXX..... |0 |XXX..... |
| 9799999. | Total - Common Stocks..... | | | | |47,210,309 |XXX..... |0 |XXX..... |
| 9899999. | Total - Preferred and Common Stocks..... | | | | |47,210,309 |XXX..... |0 |XXX..... |
| 9999999. | Total - Bonds, Preferred and Common Stocks..... | | | | |215,546,988 |XXX..... |103,784 |XXX..... |

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues:.....0.

QE04.1

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

| 1 CUSIP Identification | 2 Description | 3 F o r e i g n | 4 Disposal Date | 5 Name of Purchaser | 6 Number of Shares of Stock | 7 Consideration | 8 Par Value | 9 Actual Cost | 10 Prior Year Book/ Adjusted Carrying Value | Change in Book/Adjusted Carrying Value | | | | | 16 Book/ Adjusted Carrying Value At Disposal Date | 17 Foreign Exchange Gain (Loss) on Disposal | 18 Realized Gain (Loss) on Disposal | 19 Total Gain (Loss) on Disposal | 20 Bond Interest/ Stock Dividends Received During Year | 21 Stated Contractual Maturity Date | 22 NAIC Design- ation or Market Indicator (a) |
|------------------------------|------------------|--------------------------------------|-----------------------|------------------------|--------------------------------------|--------------------|----------------|------------------|--|--|---|--|---|--|--|---|--|---|--|---|--|
| | | | | | | | | | | 11 Unrealized Valuation Increase/ (Decrease) | 12 Current Year's (Amortization)/ Accretion | 13 Current Year's Other Than Temporary Impairment Recognized | 14 Total Change in B./A.C.V. (11+12-13) | 15 Total Foreign Exchange Change in B./A.C.V. | | | | | | | |

Bonds - U.S. States, Territories and Possessions

| | | | | | | | | | | | | | | | | | | | | | | |
|---------|--|---|---------------|-----------------|------------|------|----------|--|-----------|-----------|-----------|---|---|---|-----------|-----------|---|---|-------|------------|-----|-----|
| 939745 | DU | 6 | WASHINGTON ST | 0.140% 06/01/20 | 06/06/2012 | Call | 100.0000 | | 4,500,000 | 4,500,000 | 4,500,000 | | | | 4,500,000 | | | | 2,358 | 06/01/2020 | 1FE | |
| 1799999 | Total - Bonds - U.S. States, Territories & Possessions | | | | | | | | 4,500,000 | 4,500,000 | 4,500,000 | 0 | 0 | 0 | 0 | 4,500,000 | 0 | 0 | 0 | 2,358 | XXX | XXX |

Bonds - U.S. Special Revenue and Special Assessment

| | | | | | | | | | | | | | | | | | | | | | | | |
|---------|---|---|-------------------------|-----------------|------------|---------|----------|--|-----------|-----------|-----------|-----------|----------|----------|-----------|----------|---|-----------|------------|------------|--------|-----|-----|
| 196479 | HK | 8 | COLORADO HSG & FIN | 5.000% 05/01/32 | 05/01/2012 | Call | 100.0000 | | 35,000 | 35,000 | 36,868 | 35,150 | (150) | (150) | 35,000 | | | | 875 | 11/01/2012 | 1FE | | |
| 3137AN | LQ | 6 | FHMS 2012-K501 X1A IO | 1.757% 08/25/16 | 06/01/2012 | Paydown | | | | | 8,001 | | (8,001) | (8,001) | | | | 304 | 08/25/2016 | 1 | | | |
| 313921 | 6B | 9 | FNGT GT 2001-T10 A2 PT | 7.500% 12/25/41 | 06/01/2012 | Paydown | | | 132,816 | 132,816 | 144,976 | 148,463 | (15,647) | (15,647) | 132,816 | | | | 4,474 | 12/25/2041 | 1 | | |
| 313921 | 6F | 0 | FNGT 2001-W3 A | 7.000% 09/01/41 | 06/01/2012 | Paydown | | | 5,416 | 5,416 | 5,569 | 5,591 | (175) | (175) | 5,416 | | | | 165 | 09/01/2041 | 1 | | |
| 31392C | MS | 0 | FNW 2002-W1 2A | 7.059% 02/25/42 | 06/01/2012 | Paydown | | | 21,852 | 21,852 | 23,547 | 23,749 | (1,897) | (1,897) | 21,852 | | | | 664 | 02/25/2042 | 1 | | |
| 45506A | DK | 4 | INDIANA ST HSG & CMNTY | 4.000% 06/01/28 | 06/01/2012 | Call | 100.0000 | | 215,000 | 215,000 | 228,674 | 227,986 | (12,986) | (12,986) | 215,000 | | | | 4,300 | 12/01/2020 | 1FE | | |
| 462467 | MP | 3 | IOWA FIN AUTH SF MTG | 4.500% 01/01/29 | 04/12/2012 | Call | 100.0000 | | 35,000 | 35,000 | 37,752 | 37,519 | (2,519) | (2,519) | 35,000 | | | | 1,111 | 07/01/2021 | 1FE | | |
| 49130N | CB | 3 | KENTUCKY HIGHER ED STUD | 0.966% 05/01/20 | 05/01/2012 | Call | 100.0000 | | 50,000 | 50,000 | 49,752 | | 249 | 249 | 50,000 | | | | 131 | 08/01/2015 | 1FE | | |
| 49130P | HJ | 6 | KENTUCKY HSG CORP | 3.850% 07/01/28 | 05/01/2012 | Call | 100.0000 | | 15,000 | 15,000 | 15,000 | 15,000 | | | 15,000 | | | | 481 | 07/01/2012 | 1FE | | |
| 49130P | JG | 0 | KENTUCKY HSG CORP | 3.415% 07/01/13 | 04/01/2012 | Call | 100.0000 | | 440,000 | 440,000 | 432,872 | 438,977 | 1,023 | 1,023 | 440,000 | | | | 11,270 | 01/01/2013 | 1FE | | |
| 49130P | TX | 2 | KENTUCKY HSG CORP | 5.000% 07/01/30 | 04/01/2012 | Call | 100.0000 | | 20,000 | 20,000 | 21,113 | 20,257 | (257) | (257) | 20,000 | | | | 750 | 07/01/2014 | 1FE | | |
| 647200 | M9 | 2 | NEW MEXICO MTG FIN AGY | 4.500% 09/01/28 | 06/01/2012 | Call | 100.0000 | | 60,000 | 60,000 | 64,592 | 63,629 | (3,629) | (3,629) | 60,000 | | | | 2,025 | 03/01/2020 | 1FE | | |
| 679110 | DY | 9 | OKLAHOMA STUDENT LOAN | 1.217% 09/03/24 | 06/01/2012 | Call | 100.0000 | | 1,245,000 | 1,245,000 | 1,245,000 | 1,245,406 | (406) | (406) | 1,245,000 | | | | 7,956 | 03/01/2016 | 1FE | | |
| 686087 | BL | 0 | OREGON ST HSG & CMNTY | 6.250% 07/01/31 | 04/01/2012 | Call | 100.0000 | | 305,000 | 305,000 | 330,617 | 314,655 | (9,655) | (9,655) | 305,000 | | | | 14,297 | 07/01/2015 | 1FE | | |
| 83712T | AX | 9 | SOUTH CAROLINA ST HSG F | 5.000% 01/01/28 | 04/01/2012 | Call | 100.0000 | | 70,000 | 70,000 | 75,047 | 73,853 | (3,853) | (3,853) | 70,000 | | | | 2,625 | 07/01/2019 | 1FE | | |
| 3199999 | Total - Bonds - U.S. Special Revenue & Assessment | | | | | | | | 2,650,084 | 2,650,084 | 2,719,380 | 2,650,235 | 0 | (57,903) | 0 | (57,903) | 0 | 2,650,084 | 0 | 0 | 51,428 | XXX | XXX |

Bonds - Industrial and Miscellaneous

| | | | | | | | | | | | | | | | | | | | | | |
|--------|----|---|-------------------------|-----------------|------------|---------|----------|--|------------|------------|------------|------------|-----------|-----------|------------|--|--|--|---------|------------|-----|
| 01958X | BS | 5 | ALLIED WASTE NORTH AMER | 6.875% 06/01/17 | 06/01/2012 | Call | 103.4380 | | 20,719,666 | 20,031,000 | 21,408,131 | 21,234,493 | (514,827) | (514,827) | 20,719,666 | | | | 688,566 | 06/01/2017 | 2FE |
| 02005F | AC | 1 | ALLYA 2009-A A3 | 2.330% 06/17/13 | 06/15/2012 | Paydown | | | 2,646,952 | 2,646,952 | 2,662,543 | 2,660,513 | (13,561) | (13,561) | 2,646,952 | | | | 25,493 | 06/17/2013 | 1FE |
| 02640F | AA | 6 | AGFMT 2010-1A A1 | 5.150% 03/25/40 | 06/01/2012 | Paydown | | | 1,030,611 | 1,030,611 | 1,030,364 | 1,029,554 | 1,057 | 1,057 | 1,030,611 | | | | 21,652 | 03/25/2040 | 1FM |
| 03072S | S4 | 8 | AMSI 2005-R10 A2B | 0.465% 12/25/35 | 06/25/2012 | Paydown | | | 985,289 | 985,289 | 959,425 | 967,794 | 17,495 | 17,495 | 985,289 | | | | 2,070 | 12/25/2035 | 1FM |
| 045424 | DU | 9 | ASC 1997-D4 PS1 IO | 1.390% 04/11/27 | 06/11/2012 | Paydown | | | | | 10,163 | 3,467 | (3,467) | (3,467) | | | | | 818 | 04/11/2027 | 5FE |
| 045424 | FJ | 2 | ASC 1997-D5 PS1 IO | 1.230% 02/11/43 | 06/11/2012 | Paydown | | | | | 395,376 | 157,403 | (157,403) | (157,403) | | | | | 65,252 | 02/11/2043 | 4FE |
| 05532E | AJ | 4 | BCAP 2009-RR10 5A1 | 2.735% 01/26/36 | 06/01/2012 | Paydown | | | 385,880 | 385,880 | 369,480 | 365,587 | 20,293 | 20,293 | 385,880 | | | | 4,215 | 01/26/2036 | 1FM |
| 05532F | AE | 2 | BCAP 2009-RR11 2A1 | 2.400% 10/26/35 | 06/01/2012 | Paydown | | | 282,215 | 282,215 | 276,218 | 278,033 | 4,181 | 4,181 | 282,215 | | | | 2,833 | 10/26/2035 | 1FM |
| 05947U | BU | 1 | BACM 2001-1 G | 7.324% 04/15/36 | 05/01/2012 | Paydown | | | 1,416,487 | 1,416,487 | 1,415,828 | 1,412,707 | 3,780 | 3,780 | 1,416,487 | | | | 43,141 | 04/15/2036 | 1FM |
| 05949C | FY | 7 | BOAMS 2005-H 2A3 | 2.762% 12/25/49 | 06/01/2012 | Paydown | | | 509,445 | 509,445 | 505,003 | 490,514 | 14,544 | 4,387 | 509,445 | | | | 6,303 | 12/25/2049 | 2FM |
| 05949C | HS | 8 | BOAMS 2005-I 2A3 | 2.752% 01/25/50 | 06/01/2012 | Paydown | | | 643,300 | 643,300 | 642,965 | 607,591 | 25,584 | 10,126 | 643,300 | | | | 7,265 | 01/25/2050 | 1FM |
| 05950X | AG | 1 | BACM 2006-5 XP IO | 0.587% 09/10/47 | 04/01/2012 | Paydown | | | | | 846,157 | 550,943 | (550,943) | (550,943) | | | | | 120,296 | 09/10/2047 | 1FE |
| 07383F | B5 | 6 | BSCMS 2004-T14 X2 IO | 0.378% 01/12/41 | 05/01/2012 | Paydown | | | | | 224,869 | 26,072 | (26,072) | (26,072) | | | | | 35,088 | 01/12/2041 | 1FE |
| 07383F | U8 | 9 | BSCMS 2004-T16 X2 IO | 0.772% 08/13/46 | 05/01/2012 | Paydown | | | | | 73,938 | 14,460 | (14,460) | (14,460) | | | | | 7,477 | 08/13/2046 | 1FE |
| 073879 | R4 | 2 | BSABS 2005-HE9 M1 | 0.755% 10/25/35 | 06/25/2012 | Paydown | | | 485,234 | 485,234 | 346,433 | 414,594 | 70,640 | 70,640 | 485,234 | | | | 1,531 | 10/25/2035 | 1FM |

QE05

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 | Change in Book/Adjusted Carrying Value | | | | | 16 | 17 | 18 | 19 | 20 | 21 | 22 |
|----------------------|--|------------|---------------|------------------------|---------------------------|---------------|-----------|-------------|---|--|---|---|--------------------------------------|--|---|--|----------------------------------|-------------------------------|--|----------------------------------|--|
| | | | | | | | | | | 11 | 12 | 13 | 14 | 15 | | | | | | | |
| CUSIP Identification | Description | Forfeiture | Disposal Date | Name of Purchaser | Number of Shares of Stock | Consideration | Par Value | Actual Cost | Prior Year Book/Adjusted Carrying Value | Unrealized Valuation Increase/(Decrease) | Current Year's (Amortization)/Accretion | Current Year's Other Than Temporary Impairment Recognized | Total Change in B./A.C.V. (11+12-13) | Total Foreign Exchange Change in B./A.C.V. | Book/Adjusted Carrying Value At Disposal Date | Foreign Exchange Gain (Loss) on Disposal | Realized Gain (Loss) on Disposal | Total Gain (Loss) on Disposal | Bond Interest/Stock Dividends Received During Year | Stated Contractual Maturity Date | NAIC Designation or Market Indicator (a) |
| 07387A GH 2 | BSARM 2005-12 25A1 3.764% 04/25/51..... | | 06/01/2012 | Paydown..... | | 84,391 | 297,564 | 180,689 | 180,689 | | (96,297) | | (96,297) | | 84,391 | | | 0 | 11,340 | 04/25/2051 | 1FM.... |
| 12643C BD 2 | CSMC 2010-1R 10A1 2.798% 06/27/47..... | | 06/01/2012 | Paydown..... | | 183,383 | 183,383 | 187,720 | 183,383 | | | | 0 | | 183,383 | | | 0 | 3,261 | 06/27/2047 | 1FM.... |
| 161505 GN 6 | CCMSC 2000-3 X IO 0.000% 10/15/32..... | | 06/01/2012 | Paydown..... | | | | 8,650 | | | | | 0 | | | | | 0 | 24,631 | 10/15/2032 | 6*..... |
| 161505 GN 6 | CCMSC 2000-3 X IO 0.000% 10/15/32..... | | 06/01/2012 | Return of Capital..... | | 19,077 | | | | | | | 0 | | | | 19,077 | 19,077 | | 10/15/2032 | 6*..... |
| 173067 GH 6 | CGCMT 2005-C3 XP IO 0.425% 05/15/43..... | | 06/01/2012 | Paydown..... | | | 31,718 | 18,395 | 18,395 | | (18,395) | | (18,395) | | | | | 0 | 9,511 | 05/15/2043 | 1FE.... |
| 20046F AS 9 | COMM 2001-J2A X IO 0.438% 07/01/34..... | | 06/01/2012 | Paydown..... | | | 7,281 | 611 | 611 | | (611) | | (611) | | | | | 0 | 286 | 07/01/2034 | 3FE.... |
| 20046P AG 3 | COMM 2000-C1 X IO 0.000% 08/15/33..... | | 06/01/2012 | Paydown..... | | | | 97 | | | | | 0 | | | | | 0 | 165 | 08/15/2033 | 6*..... |
| 20046P AG 3 | COMM 2000-C1 X IO 0.000% 08/15/33..... | | 06/01/2012 | Return of Capital..... | | 17,571 | | | | | | | 0 | | | | 17,571 | 17,571 | | 08/15/2033 | 6*..... |
| 20047E AG 7 | COMM 2006-C8 XP IO 0.466% 12/10/46..... | | 06/01/2012 | Paydown..... | | | 459,186 | 159,685 | 159,685 | | (159,685) | | (159,685) | | | | | 0 | 48,179 | 12/10/2046 | 1FE.... |
| 201736 AE 5 | CMLBC 2001-CMLB X IO 0.548% 06/01/31..... | | 06/01/2012 | Paydown..... | | | 58,048 | 32,159 | 32,159 | | (32,159) | | (32,159) | | | | | 0 | 3,707 | 06/01/2031 | 3FE.... |
| 22540V G6 3 | CSFB 2002-9 1A1 7.000% 03/25/40..... | | 06/01/2012 | Paydown..... | | 275 | 275 | 251 | 253 | | 22 | | 22 | | 275 | | | 0 | 9 | 03/25/2040 | 1FM.... |
| 22541S AC 2 | CSFB 2004-C1 A3 4.321% 01/15/37..... | | 06/01/2012 | Paydown..... | | 843,910 | 843,910 | 811,703 | 839,663 | | 4,247 | | 4,247 | | 843,910 | | | 0 | 19,586 | 01/15/2037 | 1FM.... |
| 225458 WL 8 | CSFB 2005-C3 ASP IO 0.804% 07/15/37..... | | 06/01/2012 | Paydown..... | | | 3,143,759 | 304,662 | 304,662 | | (304,662) | | (304,662) | | | | | 0 | 380,587 | 07/15/2037 | 1FE.... |
| 233050 AN 3 | DBUBS 2011-LC1A A1 3.742% 11/10/46..... | | 06/01/2012 | Paydown..... | | 176,809 | 176,809 | 178,946 | 178,592 | | (1,783) | | (1,783) | | 176,809 | | | 0 | 2,759 | 11/10/2046 | 1FM.... |
| 30224X AC 8 | ESA 2010-ESHA XA1 3.128% 01/05/13..... | | 06/01/2012 | Paydown..... | | | 116,843 | 54,361 | 54,361 | | (54,361) | | (54,361) | | | | | 0 | 25,370 | 01/05/2013 | 1FE.... |
| 33736X BN 8 | FUNBC 2000-C2 IO 0.000% 10/15/32..... | | 06/01/2012 | Paydown..... | | | | 1,281 | | | | | 0 | | | | | 0 | 6,864 | 10/15/2032 | 6*..... |
| 33736X BN 8 | FUNBC 2000-C2 IO 0.000% 10/15/32..... | | 06/01/2012 | Return of Capital..... | | 17,522 | | | | | | | 0 | | | | 17,522 | 17,522 | | 10/15/2032 | 6*..... |
| 33736X CR 8 | FUNBC 2001-C2 IO 1.566% 01/12/43..... | | 06/01/2012 | Paydown..... | | | 14,657 | | | | | | 0 | | | | | 0 | 1,499 | 01/12/2043 | 5FE.... |
| 361849 KL 5 | GMACC 2000-C1 X IO 1.104% 03/15/33..... | | 06/01/2012 | Paydown..... | | | 28,327 | | | | | | 0 | | | | | 0 | 7,467 | 03/15/2033 | 5FE.... |
| 361849 MQ 2 | GMACC 2000-C2 X IO 1.402% 08/16/33..... | | 06/01/2012 | Paydown..... | | | 1,345 | | | | | | 0 | | | | | 0 | 161 | 08/16/2033 | 6*..... |
| 393505 QX 3 | GT 1996-9 A5 7.200% 01/15/28..... | | 06/15/2012 | Paydown..... | | 5,781 | 5,781 | 5,810 | 5,755 | | 26 | | 26 | | 5,781 | | | 0 | 173 | 01/15/2028 | 1FE.... |
| 393505 ZE 5 | GT 1998-1 A6 6.330% 11/01/29..... | | 06/01/2012 | Paydown..... | | 90,182 | 90,182 | 90,168 | 90,178 | | 4 | | 4 | | 90,182 | | | 0 | 2,377 | 11/01/2029 | 2AM.... |
| 466247 QC 0 | JPMMT 2005-A3 4A1 2.590% 06/25/35..... | | 06/01/2012 | Paydown..... | | 132,836 | 132,836 | 128,991 | 131,794 | | 1,042 | | 1,042 | | 132,836 | | | 0 | 1,560 | 06/25/2035 | 1FM.... |
| 46625Y GS 6 | JPMCC 2005-LDP1 X2 IO 0.186% 03/15/46..... | | 05/01/2012 | Paydown..... | | | | | | | | | 0 | | | | | 0 | 83,872 | 03/15/2046 | 1FE.... |
| 46625Y NH 2 | JPMCC 2005-LDP2 X2 IO 0.740% 07/15/42..... | | 06/01/2012 | Paydown..... | | | 4,703,180 | 705,509 | 705,509 | | (705,509) | | (705,509) | | | | | 0 | 883,499 | 07/15/2042 | 1FE.... |
| 493268 AS 5 | KSLT 1999-B A2 0.897% 08/25/27..... | | 05/25/2012 | Paydown..... | | 642,281 | 642,281 | 631,443 | 636,057 | | 6,224 | | 6,224 | | 642,281 | | | 0 | 3,006 | 08/25/2027 | 1FE.... |
| 52108H 3H 5 | LBUBS 2005-C2 A5 5.150% 04/15/30..... | | 05/17/2012 | Deutsche Bank..... | | 3,295,430 | 3,000,000 | 3,193,980 | 3,155,985 | | (18,171) | | (18,171) | | 3,137,814 | | 157,616 | 157,616 | 69,096 | 04/15/2030 | 1FM.... |
| 52108H BZ 6 | LBUBS 2000-C4 X IO 1.361% 07/11/32..... | | 06/11/2012 | Paydown..... | | | 2,445 | 2,587 | 2,587 | | (2,587) | | (2,587) | | | | | 0 | 450 | 07/11/2032 | 5FE.... |
| 52108H CS 1 | LBUBS 2000-C5 X IO 1.473% 12/15/32..... | | 06/11/2012 | Paydown..... | | | 8,543 | | | | | | 0 | | | | | 0 | 25,422 | 12/15/2032 | 5FE.... |
| 52108H CS 1 | LBUBS 2000-C5 X IO 1.473% 12/15/32..... | | 04/01/2012 | Return of Capital..... | | 6,760 | | | | | | | 0 | | | | 6,760 | 6,760 | | 12/15/2032 | 5FE.... |
| 576433 UF 1 | MARM 2004-13 3A1 2.656% 02/25/35..... | | 06/01/2012 | Paydown..... | | 82,978 | 82,978 | 80,344 | 83,376 | | (398) | | (398) | | 82,978 | | | 0 | 968 | 02/25/2035 | 1FM.... |
| 59022H CP 5 | MLMT 2003-KEY1 A3 4.893% 11/12/35..... | | 06/01/2012 | Paydown..... | | 870,394 | 870,394 | 889,273 | 887,904 | | (17,509) | | (17,509) | | 870,394 | | | 0 | 23,504 | 11/12/2035 | 1FM.... |
| 59549P AA 6 | MDST 4 A PT 8.330% 04/01/30..... | | 04/01/2012 | Paydown..... | | 18,803 | 18,803 | 19,825 | 18,851 | | (48) | | (48) | | 18,803 | | | 0 | 783 | 04/01/2030 | 3AM.... |
| 61744C TJ 5 | MSAC 2005-HE4 A2C 0.615% 07/25/35..... | | 06/25/2012 | Paydown..... | | 1,421,617 | 1,421,617 | 1,412,732 | 1,418,897 | | 2,720 | | 2,720 | | 1,421,617 | | | 0 | 3,780 | 07/25/2035 | 1FM.... |
| 61750H AM 8 | MSC 2006-HQ10 X2 IO 0.691% 11/12/41..... | | 06/01/2012 | Paydown..... | | | 2,130 | 405 | 405 | | (405) | | (405) | | | | | 0 | 205 | 11/12/2041 | 1FE.... |
| 655356 JJ 3 | NASC 1998-D6 PS1 IO 1.314% 03/11/30..... | | 06/11/2012 | Paydown..... | | | 146,618 | 34,054 | 34,054 | | (34,054) | | (34,054) | | | | | 0 | 11,535 | 03/11/2030 | 3FE.... |

QE05.1

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 | Change in Book/Adjusted Carrying Value | | | | | 16 | 17 | 18 | 19 | 20 | 21 | 22 |
|---|---|-------------------------|---------------|--------------------------------|---------------------------|---------------|------------|-------------|---|--|---|---|--------------------------------------|--|---|--|----------------------------------|-------------------------------|--|----------------------------------|--|
| | | | | | | | | | | 11 | 12 | 13 | 14 | 15 | | | | | | | |
| CUSIP Identification | Description | For e i g n | Disposal Date | Name of Purchaser | Number of Shares of Stock | Consideration | Par Value | Actual Cost | Prior Year Book/Adjusted Carrying Value | Unrealized Valuation Increase/(Decrease) | Current Year's (Amortization)/Accretion | Current Year's Other Than Temporary Impairment Recognized | Total Change in B./A.C.V. (11+12-13) | Total Foreign Exchange Change in B./A.C.V. | Book/Adjusted Carrying Value At Disposal Date | Foreign Exchange Gain (Loss) on Disposal | Realized Gain (Loss) on Disposal | Total Gain (Loss) on Disposal | Bond Interest/Stock Dividends Received During Year | Stated Contractual Maturity Date | NAIC Designation or Market Indicator (a) |
| 65535V AA 6 | NAA 2001-R1A A1 7.000% 02/01/30..... | | 06/01/2012 | Paydown..... | | 39,173 | 39,173 | 39,699 | 39,182 | 785 | (794) | | (9) | | 39,173 | | | 0 | 992 | 02/01/2030 | 4AM.... |
| 65535V BZ 0 | NAA 2003-A3 A1 5.500% 08/25/33..... | | 06/01/2012 | Paydown..... | | 142,594 | 142,594 | 142,810 | 144,841 | | (2,246) | | (2,246) | | 142,594 | | | 0 | 2,970 | 08/25/2033 | 1FM.... |
| 65535V CT 3 | NAA 2004-AP1 A4B 5.837% 03/25/34..... | | 06/01/2012 | Paydown..... | | 39,716 | 39,716 | 39,665 | 39,624 | | 92 | | 92 | | 39,716 | | | 0 | 950 | 03/25/2034 | 1FM.... |
| 655844 AU 2 | NORFOLK SOUTHERN CORP 5.257% 09/17/14.... | | 06/26/2012 | Jefferies & Co..... | | 16,071,224 | 14,680,000 | 16,202,610 | 16,128,479 | | (259,802) | | (259,802) | | 15,868,677 | | 202,547 | 202,547 | 604,520 | 09/17/2014 | 2FE.... |
| 69348H CR 7 | PNCMA 2000-C2 X IO 1.737% 10/01/33..... | | 06/01/2012 | Paydown..... | | | | 1,466 | 1,290 | | (1,290) | | (1,290) | | | | | 0 | 671 | 10/01/2033 | 5FE.... |
| 743873 AX 9 | PFMLT 2005-1 2A1 2.813% 05/25/35..... | | 06/01/2012 | Paydown..... | | 171,548 | 171,548 | 167,473 | 172,631 | | (1,084) | | (1,084) | | 171,548 | | | 0 | 2,023 | 05/25/2035 | 2FM.... |
| 743873 BL 4 | PFMLT 2005-2 2A1A 2.913% 12/25/47..... | | 06/01/2012 | Paydown..... | | 97,720 | 97,720 | 90,378 | 90,378 | | 7,342 | | 7,342 | | 97,720 | | | 0 | 1,181 | 12/25/2047 | 1FM.... |
| 74436J GM 3 | PSSF KEY 2000-C1 X IO 0.000% 05/17/32..... | | 06/01/2012 | Paydown..... | | | | 875 | | | | | 0 | | | | | 0 | 343 | 05/17/2032 | 5FE.... |
| 74436J GM 3 | PSSF KEY 2000-C1 X IO 0.000% 05/17/32..... | | 06/01/2012 | Return of Capital..... | | 14,034 | | | | | | | 0 | | | | 14,034 | 14,034 | | 05/17/2032 | 5FE.... |
| 871503 AG 3 | SYMANTEC CORP 2.750% 09/15/15..... | | 04/04/2012 | Union Bank of Switzerland..... | | 2,078,500 | 2,000,000 | 1,948,260 | 1,957,139 | | 3,026 | | 3,026 | | 1,960,165 | | 118,335 | 118,335 | 31,319 | 09/15/2015 | 2FE.... |
| 929227 4D 5 | WAMU 2003-AR6 A1 2.446% 06/25/33..... | | 06/01/2012 | Paydown..... | | 73,130 | 73,130 | 71,857 | 66,780 | | 818 | | 818 | | 73,130 | | | 0 | 750 | 06/25/2033 | 1FM.... |
| 92936Q AA 6 | WFRBS 2012-C6 A1 1.081% 04/15/45..... | | 06/01/2012 | Paydown..... | | 640,869 | 640,869 | 640,860 | | | 10 | | 10 | | 640,869 | | | 0 | 849 | 04/15/2045 | 1FE.... |
| 929766 EA 7 | WBCMT 2003-C4 A2 4.566% 04/15/35..... | | 06/01/2012 | Paydown..... | | 161,838 | 161,838 | 153,310 | 159,320 | | 2,517 | | 2,517 | | 161,838 | | | 0 | 3,507 | 04/15/2035 | 1FM.... |
| 929766 KH 5 | WBCMT 2003-C7 A1 4.241% 10/15/35..... | | 04/25/2012 | Various..... | | 1,409,831 | 1,396,736 | 1,405,586 | 1,398,372 | | (451) | | (451) | | 1,397,922 | | 11,909 | 11,909 | 24,517 | 10/15/2035 | 1FM.... |
| 929766 KH 5 | WBCMT 2003-C7 A1 4.241% 10/15/35..... | | 04/01/2012 | Paydown..... | | 21,229 | 21,229 | 21,363 | 21,254 | | (25) | | (25) | | 21,229 | | | 0 | 300 | 10/15/2035 | 1FM.... |
| 92976B BK 7 | WBCMT 2005-C22 A2 5.242% 12/15/44..... | | 05/01/2012 | Paydown..... | | 1,490,515 | 1,490,515 | 1,493,973 | 1,487,568 | | 2,946 | | 2,946 | | 1,490,515 | | | 0 | 32,555 | 12/15/2044 | 1FM.... |
| 93934D AA 5 | WMCMS 2003-C1A X IO 1.104% 01/25/35..... | | 06/01/2012 | Paydown..... | | | | 72,943 | 42,842 | | (42,842) | | (42,842) | | | | | 0 | 19,696 | 01/25/2035 | 3FE.... |
| 949802 AA 0 | WFMB 2003-I A1 2.508% 09/25/33..... | | 06/01/2012 | Paydown..... | | 50,897 | 50,897 | 50,255 | 51,587 | | (690) | | (690) | | 50,897 | | | 0 | 508 | 09/25/2033 | 1FM.... |
| 94980Q AA 7 | WFMB 2004-W A1 2.607% 11/25/34..... | | 06/01/2012 | Paydown..... | | 130,261 | 130,261 | 127,182 | 127,182 | | 3,079 | | 3,079 | | 130,261 | | | 0 | 1,458 | 11/25/2034 | 1FM.... |
| 502441 AA 6 | LVMH MOET HENNESSY LOUI 1.625% 06/29/17.... | F... | 06/27/2012 | Various..... | | 10,005,500 | 10,000,000 | 9,971,300 | | | 40 | | 40 | | 9,971,340 | | 34,160 | 34,160 | 1,354 | 06/29/2017 | 1FE.... |
| 3899999. | Total - Bonds - Industrial & Miscellaneous..... | | | | | 69,653,658 | 67,319,452 | 80,354,741 | 61,265,999 | 40,913 | (2,870,477) | 0 | (2,829,564) | 0 | 69,054,127 | 0 | 599,531 | 599,531 | 3,418,075 | XXX... | XXX... |
| 8399997. | Total - Bonds - Part 4..... | | | | | 76,803,742 | 74,469,536 | 87,574,121 | 63,916,234 | 40,913 | (2,928,380) | 0 | (2,887,467) | 0 | 76,204,211 | 0 | 599,531 | 599,531 | 3,471,861 | XXX... | XXX... |
| 8399999. | Total - Bonds..... | | | | | 76,803,742 | 74,469,536 | 87,574,121 | 63,916,234 | 40,913 | (2,928,380) | 0 | (2,887,467) | 0 | 76,204,211 | 0 | 599,531 | 599,531 | 3,471,861 | XXX... | XXX... |
| Common Stocks - Industrial and Miscellaneous | | | | | | | | | | | | | | | | | | | | | |
| 20825C 10 4 | CONOCOPHILLIPS..... | | 05/01/2012 | Spin Off..... | | 736,993 | XXX | 736,993 | 1,383,449 | (646,456) | | | (646,456) | | 736,993 | | | 0 | XXX... | L..... | |
| 232806 10 9 | CYPRESS SEMICONDUCTOR C..... | | 05/15/2012 | Morgan Stanley..... | | 30,300,000 | 409,647 | 28,006 | 511,767 | (483,761) | | | (483,761) | | 28,006 | | 381,641 | 381,641 | 6,060 | XXX... | L..... |
| 256746 10 8 | DOLLAR TREE INC..... | | 05/15/2012 | Morgan Stanley..... | | 12,600,000 | 1,256,065 | 159,025 | 1,047,186 | (888,161) | | | (888,161) | | 159,025 | | 1,097,040 | 1,097,040 | | XXX... | L..... |
| 28336L 10 9 | EL PASO CORP..... | | 05/25/2012 | State Street Bank..... | | 48,500,000 | 1,179,889 | 475,024 | 1,288,645 | (813,621) | | | (813,621) | | 475,024 | | 704,865 | 704,865 | 970 | XXX... | L..... |
| 30219G 10 8 | EXPRESS SCRIPTS INC..... | | 04/13/2012 | State Street Bank..... | | 1,000 | 33 | 24 | 26 | (2) | | | (2) | | 24 | | 8 | 8 | | XXX... | L..... |
| 437852 10 6 | HOMESTORE.COM INC..... | | 06/04/2012 | Class Action Litigation..... | | 673 | XXX | | | | | | 0 | | | | 673 | 673 | | XXX... | L..... |
| 49456B 10 1 | KINDER MORGAN INC..... | | 06/20/2012 | State Street Bank..... | | 11 | XXX | 8 | | | | | 0 | | 8 | | 3 | 3 | | XXX... | L..... |
| 512807 10 8 | LAM RESEARCH CORP..... | | 06/14/2012 | State Street Bank..... | | 1,000 | 18 | 18 | 19 | | | | 0 | | 18 | | | 0 | | XXX... | L..... |
| 58405U 10 2 | MEDCO HEALTH SOLUTIONS..... | | 04/02/2012 | State Street Bank..... | | 29,918,000 | 1,727,703 | 866,065 | 1,672,416 | (806,352) | | | (806,352) | | 866,065 | | 861,638 | 861,638 | | XXX... | L..... |
| 60935Y 10 9 | MONEYGRAM INTERNATIONAL INC..... | | 06/04/2012 | Class Action Litigation..... | | 75 | XXX | | | | | | 0 | | | | 75 | 75 | | XXX... | L..... |
| 620097 10 5 | MOTOROLA MOBILITY HOLDI..... | | 05/22/2012 | State Street Bank..... | | 3,300,000 | 132,000 | 21,901 | 128,040 | (106,139) | | | (106,139) | | 21,901 | | 110,099 | 110,099 | | XXX... | L..... |
| 6435EV 10 8 | NEW CENTURY..... | | 04/04/2012 | Class Action Litigation..... | | 44,316 | XXX | | | | | | 0 | | | | 44,316 | 44,316 | | XXX... | L..... |

QE05.2

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

| 1 CUSIP Identification | 2 Description | 3 F o r e i g n | 4 Disposal Date | 5 Name of Purchaser | 6 Number of Shares of Stock | 7 Consideration | 8 Par Value | 9 Actual Cost | 10 Prior Year Book/ Adjusted Carrying Value | Change in Book/Adjusted Carrying Value | | | | | 16 Book/ Adjusted Carrying Value At Disposal Date | 17 Foreign Exchange Gain (Loss) on Disposal | 18 Realized Gain (Loss) on Disposal | 19 Total Gain (Loss) on Disposal | 20 Bond Interest/ Stock Dividends Received During Year | 21 Stated Contractual Maturity Date | 22 NAIC Desig- nation or Market Indicator (a) |
|------------------------------|---|--------------------------------------|-----------------------|------------------------------|--------------------------------------|--------------------|----------------|------------------|--|--|---|--|---|--|--|---|--|---|--|---|--|
| | | | | | | | | | | 11 Unrealized Valuation Increase/ (Decrease) | 12 Current Year's (Amortization)/ Accretion | 13 Current Year's Other Than Temporary Impairment Recognized | 14 Total Change in B./A.C.V. (11+12-13) | 15 Total Foreign Exchange Change in B./A.C.V. | | | | | | | |
| 664397 10 6 | NORTHEAST UTILITIES..... | | 04/24/2012 | State Street Bank..... | 1.000 | 29 | .XXX | 13 | 29 | (16) | | | (16) | | 13 | | 16 | 16 | | .XXX | L..... |
| 670008 10 1 | NOVELLUS SYSTEMS INC..... | | 06/05/2012 | Tax Free Exchange..... | 9,500.000 | 380,415 | .XXX | 380,415 | 392,255 | (11,840) | | | (11,840) | | 380,415 | | | 0 | | .XXX | L..... |
| 67019E 10 7 | NSTAR..... | | 04/10/2012 | Tax Free Exchange..... | 18,400.000 | 571,015 | .XXX | 571,015 | 864,064 | (293,049) | | | (293,049) | | 571,015 | | | 0 | 13,493 | .XXX | L..... |
| 67066G 10 4 | NVIDIA..... | | 04/05/2012 | Class Action Litigation..... | | 161 | .XXX | | | | | | 0 | | | | 161 | 161 | | .XXX | L..... |
| 718546 10 4 | PHILLIPS 66..... | | 05/15/2012 | State Street Bank..... | 1.000 | 16 | .XXX | 6 | | | | | 0 | | 6 | | 10 | 10 | | .XXX | L..... |
| 749121 10 9 | QWEST COMMUNICATIONS..... | | 04/26/2012 | Class Action Litigation..... | | 3,675 | .XXX | | | | | | 0 | | | | 3,675 | 3,675 | | .XXX | L..... |
| 803111 10 3 | SARA LEE CORP..... | | 06/28/2012 | State Street Bank..... | 45,600.000 | 853,362 | .XXX | 517,227 | 862,752 | (345,525) | | | (345,525) | | 517,227 | | 336,135 | 336,135 | 10,488 | .XXX | L..... |
| 87235A 10 1 | TD BNAKNORTH..... | | 06/14/2012 | Class Action Litigation..... | | 2,989 | .XXX | | | | | | 0 | | | | 2,989 | 2,989 | | .XXX | L..... |
| 887317 30 3 | AOL TIME WARNER INC..... | | 04/01/2012 | Class Action Litigation..... | | 2,606 | .XXX | | | | | | 0 | | | | 2,606 | 2,606 | | .XXX | L..... |
| 918076 10 0 | UTSTARCOM INC..... | | 04/01/2012 | Class Action Litigation..... | | 3,202 | .XXX | | | | | | 0 | | | | 3,202 | 3,202 | | .XXX | L..... |
| 91911K 10 2 | VALEANT PHARMACEUTICALS..... | A.. | 05/15/2012 | Morgan Stanley..... | 14,603.000 | 744,445 | .XXX | 73,493 | 681,814 | (608,321) | | | (608,321) | | 73,493 | | 670,952 | 670,952 | | .XXX | L..... |
| 404280 40 6 | HSBC HOLDINGS PLC..... | F... | 05/15/2012 | State Street Bank..... | 1.000 | 32 | .XXX | 26 | 29 | (3) | | | (3) | | 26 | | 6 | 6 | | .XXX | L..... |
| 9099999. | Total - Common Stocks - Industrial & Miscellaneous..... | | | | | 8,049,370 | .XXX | 3,829,259 | 8,832,491 | (5,003,246) | 0 | 0 | (5,003,246) | 0 | 3,829,259 | 0 | 4,220,110 | 4,220,110 | 31,011 | .XXX | .XXX |
| 9799997 | Total - Common Stocks - Part 4..... | | | | | 8,049,370 | .XXX | 3,829,259 | 8,832,491 | (5,003,246) | 0 | 0 | (5,003,246) | 0 | 3,829,259 | 0 | 4,220,110 | 4,220,110 | 31,011 | .XXX | .XXX |
| 9799999. | Total - Common Stocks..... | | | | | 8,049,370 | .XXX | 3,829,259 | 8,832,491 | (5,003,246) | 0 | 0 | (5,003,246) | 0 | 3,829,259 | 0 | 4,220,110 | 4,220,110 | 31,011 | .XXX | .XXX |
| 9899999. | Total - Preferred and Common Stocks..... | | | | | 8,049,370 | .XXX | 3,829,259 | 8,832,491 | (5,003,246) | 0 | 0 | (5,003,246) | 0 | 3,829,259 | 0 | 4,220,110 | 4,220,110 | 31,011 | .XXX | .XXX |
| 9999999. | Total - Bonds, Preferred and Common Stocks..... | | | | | 84,853,112 | .XXX | 91,403,380 | 72,748,725 | (4,962,333) | (2,928,380) | 0 | (7,890,713) | 0 | 80,033,470 | 0 | 4,819,641 | 4,819,641 | 3,502,872 | .XXX | .XXX |

QE05.3

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues:.....0.

**Sch. DB-Pt A-Sn 1
NONE**

**Sch. DB-Pt B-Sn 1
NONE**

**Sch. DB-Pt B-Sn 1B-Broker List
NONE**

**Sch. DB-Pt D
NONE**

**Sch. DL-Pt. 1
NONE**

**Sch. DL-Pt. 2
NONE**

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

| 1 Depository | 2 Code | 3 Rate of Interest | 4 Amount of Interest Received During Current Quarter | 5 Amount of Interest Accrued at Current Statement Date | Book Balance at End of Each Month During Current Quarter | | | 9 * |
|-----------------|-----------|-----------------------|---|---|--|-------------------|------------------|--------|
| | | | | | 6 First Month | 7 Second Month | 8 Third Month | |

Open Depositories

| | | | | | | | | |
|---|------------------------------|---------------|------------|--------|------------------|-------------------|-------------------|-------|
| CANADIAN IMPERIAL BANK..... | NORTH YORK, ONTARIO, CN..... |0.500 |1,318 | ..... | .....1,192,440 |1,067,514 |1,428,595 | XXX.. |
| CITIBANK..... | NEW YORK, NY..... | ..... | ..... | ..... | .....9,585,798 |8,637,331 |8,629,184 | XXX.. |
| HUNTINGTON NATIONAL BANK..... | CLEVELAND, OH..... | ..... | ..... | ..... | .....4,409,447 |1,559,831 |3,157,293 | XXX.. |
| JP MORGAN CHASE..... | CLEVELAND, OH..... | ..... | ..... | ..... | .....3,790,708 |3,616,851 |3,236,559 | XXX.. |
| WELLS FARGO..... | TAMPA, FL..... | ..... | ..... | ..... | .....136,497 |458,779 |93,321 | XXX.. |
| PNC BANK..... | CLEVELAND, OH..... | ..... | ..... | ..... | .....125,000,000 |125,000,000 |125,000,000 | XXX.. |
| PNC BANK..... | CLEVELAND, OH..... | ..... | ..... | ..... | .....(9,248,541) |(11,165,457) |(10,415,921) | XXX.. |
| 0199998. Deposits in.....2 depositories that do not exceed the allowable limit in any one depository (see Instructions) - Open Depositories..... |XXX..... |XXX..... |40 | ..... | .....90,637 |90,637 |90,637 | XXX.. |
| 0199999. Total Open Depositories..... |XXX..... |XXX..... |1,358 |0 |134,956,986 |129,265,486 |131,219,668 | XXX.. |
| 0399999. Total Cash on Deposit..... |XXX..... |XXX..... |1,358 |0 |134,956,986 |129,265,486 |131,219,668 | XXX.. |
| 0599999. Total Cash..... |XXX..... |XXX..... |1,358 |0 |134,956,986 |129,265,486 |131,219,668 | XXX.. |

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

| 1 Description | 2 Code | 3 Date Acquired | 4 Rate of Interest | 5 Maturity Date | 6 Book/Adjusted Carrying Value | 7 Amount of Interest Due & Accrued | 8 Amount Received During Year |
|---|-----------|-----------------------|--------------------------|-----------------------|--------------------------------------|--|-------------------------------------|
| Bonds - Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations | | | | | | | |
| BANK NOVA SCOTIA..... | | 06/20/2012 | 0.090 | 07/05/2012 | 124,998,750 | | 3,437 |
| PEPSICO INC..... | | 06/22/2012 | 0.070 | 07/30/2012 | 99,994,361 | | 1,750 |
| SUMITOMO TRUST..... | | 06/29/2012 | 0.080 | 07/20/2012 | 20,199,147 | | 90 |
| WAL-MART STORES INC..... | | 06/22/2012 | 0.100 | 07/31/2012 | 77,993,500 | | 1,950 |
| BARCLAYS CAPITAL..... | RR..... | 06/29/2012 | 0.150 | 07/02/2012 | 150,000,000 | 1,250 | |
| BANK OF MONTREAL..... | | 06/27/2012 | 0.120 | 07/05/2012 | 124,998,334 | | 1,667 |
| CANADIAN IMPERIAL HOLDINGS..... | | 06/25/2012 | 0.130 | 07/02/2012 | 124,999,549 | | 2,708 |
| 3299999. Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations..... | | | | | 723,183,641 | 1,250 | 11,602 |
| 3899999. Total - Industrial and Miscellaneous (Unaffiliated)..... | | | | | 723,183,641 | 1,250 | 11,602 |
| Total Bonds | | | | | | | |
| 7799999. Subtotals - Issuer Obligations..... | | | | | 723,183,641 | 1,250 | 11,602 |
| 8399999. Subtotals - Bonds..... | | | | | 723,183,641 | 1,250 | 11,602 |
| 8699999. Total - Cash Equivalents..... | | | | | 723,183,641 | 1,250 | 11,602 |

QE12

**Supplement A to Sch. T
NONE**

**Supplement A to Sch. T
NONE**

**Supplement A to Sch. T
NONE**



SUPPLEMENT "A" TO SCHEDULE T

**EXHIBIT OF MEDICAL PROFESSIONAL LIABILITY PREMIUMS WRITTEN
ALLOCATED BY STATES AND TERRITORIES**

Designate the type of health care providers reported on this page.

Other Health Care Facilities

| States, Etc. | 1 Direct Premiums Written | 2 Direct Premiums Earned | Direct Losses Paid | | 5 Direct Losses Incurred | Direct Losses Unpaid | | 8 Direct Losses Incurred But Not Reported |
|-------------------------------------|------------------------------------|-----------------------------------|--------------------|-----------------------------|-----------------------------------|-------------------------|-----------------------------|---|
| | | | 3 Amount | 4 Number of Claims | | 6 Amount Reported | 7 Number of Claims | |
| 1. Alabama.....AL | | | | | | | | |
| 2. Alaska.....AK | | | | | | | | |
| 3. Arizona.....AZ | | | | | | | | |
| 4. Arkansas.....AR | | | | | | | | |
| 5. California.....CA | | | | | | | | |
| 6. Colorado.....CO | | | | | | | | |
| 7. Connecticut.....CT | | | | | | | | |
| 8. Delaware.....DE | | | | | | | | |
| 9. District of Columbia.....DC | | | | | | | | |
| 10. Florida.....FL | | | | | | | | |
| 11. Georgia.....GA | | | | | | | | |
| 12. Hawaii.....HI | | | | | | | | |
| 13. Idaho.....ID | | | | | | | | |
| 14. Illinois.....IL | | | | | | | | |
| 15. Indiana.....IN | | | | | | | | |
| 16. Iowa.....IA | | | | | | | | |
| 17. Kansas.....KS | | | | | | | | |
| 18. Kentucky.....KY | | | | | | | | |
| 19. Louisiana.....LA | | | | | | | | |
| 20. Maine.....ME | | | | | | | | |
| 21. Maryland.....MD | | | | | | | | |
| 22. Massachusetts.....MA | | | | | | | | |
| 23. Michigan.....MI | | | | | | | | |
| 24. Minnesota.....MN | | | | | | | | |
| 25. Mississippi.....MS | | | | | | | | |
| 26. Missouri.....MO | | | | | | | | |
| 27. Montana.....MT | | | | | | | | |
| 28. Nebraska.....NE | | | | | | | | |
| 29. Nevada.....NV | | | | | | | | |
| 30. New Hampshire.....NH | | | | | | | | |
| 31. New Jersey.....NJ | | | | | | | | |
| 32. New Mexico.....NM | | | | | | | | |
| 33. New York.....NY | | | | | | | | |
| 34. North Carolina.....NC | | | | | | | | |
| 35. North Dakota.....ND | | | | | | | | |
| 36. Ohio.....OH | 30,000 | 14,925 | | | (4) | | | 1,492 |
| 37. Oklahoma.....OK | | | | | | | | |
| 38. Oregon.....OR | | | | | | | | |
| 39. Pennsylvania.....PA | | | | | | | | |
| 40. Rhode Island.....RI | | | | | | | | |
| 41. South Carolina.....SC | | | | | | | | |
| 42. South Dakota.....SD | | | | | | | | |
| 43. Tennessee.....TN | | | | | | | | |
| 44. Texas.....TX | | | | | | | | |
| 45. Utah.....UT | | | | | | | | |
| 46. Vermont.....VT | | | | | | | | |
| 47. Virginia.....VA | | | | | | | | |
| 48. Washington.....WA | | | | | | | | |
| 49. West Virginia.....WV | | | | | | | | |
| 50. Wisconsin.....WI | | | | | | | | |
| 51. Wyoming.....WY | | | | | | | | |
| 52. American Samoa.....AS | | | | | | | | |
| 53. Guam.....GU | | | | | | | | |
| 54. Puerto Rico.....PR | | | | | | | | |
| 55. US Virgin Islands.....VI | | | | | | | | |
| 56. Northern Mariana Islands.....MP | | | | | | | | |
| 57. Canada.....CN | | | | | | | | |
| 58. Aggregate Other Alien.....OT | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| 59. Totals..... | 30,000 | 14,925 | 0 | 0 | (4) | 0 | 0 | 1,492 |

DETAILS OF WRITE-INS

| | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| 5801. | | | | | | | | |
| 5802. | | | | | | | | |
| 5803. | | | | | | | | |
| 5898. Summary of remaining write-ins for Line 58 from overflow page..... | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| 5899. Totals (Lines 5801 thru 5803 + 5898) (Line 58 above)..... | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |

NONE



DIRECTOR AND OFFICER INSURANCE COVERAGE SUPPLEMENT

Year To Date For the Period Ended June 30, 2012

NAIC Group Code.....155

NAIC Company Code.....24260

Company Name: PROGRESSIVE CASUALTY INSURANCE COMPANY

If the reporting entity writes any director and officer (D&O) business, please provide the following:

1. Monoline Policies

| 1 Direct Written Premiums | 2 Direct Earned Premiums | 3 Direct Losses Incurred |
|------------------------------------|-----------------------------------|-----------------------------------|
|(588,037) |4,163,897 |5,363,753 |

2. Commercial Multiple Peril (CMP) Packaged Policies

- 2.1 Does the reporting entity provide D&O liability coverage as part of a CMP packaged policy? Yes [] No [X]
- 2.2 Can the direct premium earned for D&O liability coverage provided as part of a CMP packaged policy be quantified or estimated? Yes [] No [X]
- 2.3 If the answer to question 2.2 is yes, provide the quantified or estimated direct premium earned amount for D&O liability coverage in CMP packaged policies:
 - 2.31 Amount quantified:
 - 2.32 Amount estimated using reasonable assumptions:
- 2.4 If the answer to question 2.1 is yes, provide direct losses incurred (losses paid plus change in case reserves) for the D&O liability coverages provided in CMP packaged policies: